



CRISIS

Equestria

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Chapter One

Inception

To my most faithful student, Twilight Sparkle,

*Surely by now even you have begun to sense it - the strange magical force coming from the Everfree Forest? At first I suspected it was nothing more than some of my more ambitious subjects, practicing their spells in a place where they could use their full power without fear of harming others. But now, the energy levels there are beginning to approach or possibly *surpass* even that of the Element of Magic - you, my most treasured pupil. Further complicating things is the nature of the magic itself; it feels somewhat Chaotic in essence but I am not completely sure, so I cannot precisely determine just how much of a threat it may be. I regret being unable to look into this personally.*

I must ask for a favor from you and your friends - the Elements of Harmony - as I have done on many an occasion in the past, and it is with a heavy heart that I must do so once again. I wish for you to travel into Everfree, and uncover the source of this strange anomaly. If at all possible, I give you permission to do something about it as well, but please do not put yourself in any undue danger for my sake. If you feel it is beyond your ability, please, just return home and contact me - I will handle the rest. I have the utmost confidence in you, my faithful student.

Yours sincerely,

Princess Celestia

Twilight Sparkle and her friends - Applejack, Rarity, Rainbow Dash, Fluttershy, and Pinkie Pie - had gathered together here in Twilight's library at her request when they'd heard she'd received some important news from the Princess. Spike had been very busy getting them all together, and so for now he was taking a nap upstairs, completely oblivious to the goings-on downstairs. As Twilight read the letter aloud to her friends, she paced back and forth across the rug laid out in the center of the floor. She looked both

anxious and proud as she read through the Princess' orders - she was always eager to complete a task for Celestia, but this one sounded stranger than any they'd ever received before.

"Hmmm..." Twilight Sparkle hummed as she finished dictating the letter, "Well, everypony...what do you think? Are you all up to the task?"

"I reckon if the Princess needs our help," Applejack nodded, "It's our duty to do so, ain't it? As Elements of Harmony and whatnot? That *is* what she called us."

"Yeah! This'll be just like that time with the dragon," Rainbow Dash continued.

"Or when we had to go throw that cursed ring in a volcano! Or when we had to go looking for the seven pieces of the evil wizard's soul to destroy them! Or when she asked us to find that Golden Fleece! Or-" Pinkie Pie began to ramble.

"Pinkie Pie, I don't recall *any* of those," Twilight balked.

"Oh...well maybe I just *read* those stories and imagined they were staring *us*...but it sounds the same!"

"...we're just going to investigate a strange magic disturbance, Pinkie Pie," Twilight chuckled, "It shouldn't take us more than a few hours to look into things, maybe a little longer if I think we can fix it without involving the Princess. It's all right next door in the Everfree Forest, not on the other side of the world or anything."

"Aw phooey..." Pinkie Pie pouted, swinging her forelegs down dejectedly, "I'll never get that Plus Seven Vorpal Sword..."

"Riiiiiiight..." Twilight said with an awkward smile.

"So...what kind of information do we have to work off of here, darling?" Rarity chimed in, "The Princess isn't just sending us out there blind as bats, is she? What would she have us do, exactly?"

"All I know about it is what's in this letter," Twilight gestured, and with a faint glow of her horn, "And what *little* I can sense about it from this distance. Whatever it is, the Princess is right - it's a powerful magical source, and I think it might be distorting magical energies somehow, which

is a trait of Chaos magic. I can't get a really solid feel of it, but I at least know *where* it is. We should move quickly - the longer it's there, the more likely it's going to cause some damage. We *shouldn't* need any supplies - it's all magic-based anyway, and it's so close-by - so if everypony's ready?"

"Um...do...do we really *all* need to go?" Fluttershy gulped, "I mean...it doesn't sound *too* dangerous...but...well, you know...if you don't need me I'll-"

"The Princess insisted we all go - she mentioned our Elements of Harmony," Twilight pointedly stated, "Perhaps she thinks that our Elements may prove useful? Chaotic energy should be disrupted in the presence of Law magic - that would be something we'd need to band together to fix. I wouldn't want to find out they *are* necessary and not have one of them along with us."

"R-right..." Fluttershy nodded, "I guess then...if that's what you want..."

"Well then, let's get going! This shouldn't be too hard, and if it looks like it is, we can just contact the Princess and everything'll be just fine. No problem at all."

"This *might* be a problem..." Twilight sighed.

The six Elements of Harmony stood aghast at the strange sight they beheld in this tiny clearing only a few miles from Zecora's home. It was like nothing they'd ever seen, and it put them all a little on edge. It *looked* like a giant...portal? Was that the right word? Whatever it was, they could gaze into it and see things on the other side...things they couldn't quite explain. It was like looking at a powerful band of energy wrapped in *more* energy, flowing along like a river through a vast, ethereal void, and it all looked very curious and mysterious and just plain *wondrous*; Twilight recalled stories written about sights like this, and while back then she considered them all semantic nonsense, seeing something like this for herself...it made her feel a might poetic. Whatever this *portal* was, it was spherical in shape and no matter what direction they looked at it from, they could always see the same thing. The same stream of magical power, babbling through an aether of bleak nothingness.

Pinkie Pie pulled out a camera as if from nowhere, "Ooh, neat!" and it gave a loud *CLICK* and a bright flash as she began taking pictures, "I bet I can sell this to the National Equinerer! They *dig* juicy supernatural stuff like this! I bet I make the front page instead of some silly story about Princess Luna having a *crazy* love triangle between an abacus and a pair of socks. So last month."

"Good heavens, this is a...most *intriguing* sight," Rarity cooed, "It's so...*beautiful*. Why, I'm getting all sorts of inspiration for some new outfits for when we get home! Hmm...oh my, though the colors will be *dreadfully* hard to manage...I wonder if-" and she began to trail off.

"What in tarnation *is* this here thing?" Applejack fussed as she circled around it, "If ya'll ask me, it looks kinda like a...a window? A window into...*somethin'*..."

"It doesn't look very inviting..." Fluttershy gulped, "All that magic...it looks...*scary*..."

"An astute observation," Twilight frowned, "Well whatever this *portal* is, *it's* what's causing the magical disturbances. Rarity, I'm sure at this distance you can feel it too?"

"Beg pardon? Oh! Y-yes, of course darling," Rarity nodded, "It's making my horn feel...*tingly*. Not really in a *bad* way, just...strange. I feel like my magic is being amplified or altered or something, but it doesn't *feel* dangerous...just odd, is all. Where do you think it leads? Just into that *void* there?"

"I don't know, but I'm not too eager to find out," Twilight firmly nodded, "I *think* I can seal it up with a Sealing Spell. I can feel the magic coming from it, it's nothing too far beyond what I can handle; and despite what the Princess wrote, it doesn't reek of Chaotic energy either, it feels more...well, I can't really tell *what* kind of energy, but it's not something I should need help with. It might take some work...but I think I can manage it by myself."

"Awwwww," Pinkie frowned as she took another picture, "I was thinking of setting up a booth and charging admission! 'Come see the mystery window into the WORRRRLD OF TOMORROW!' And I'd have a banner and signposts and a concession stand right over there and-"

"I doubt it's a portal into the *future* Pinkie Pie," Rainbow huffed, "That's science-fiction junk, this is *magic*. Completely different, right Twi?"

"Girls, please," Twilight said as she channeled her magic, "I need to focus. This might not *seem* too difficult, but one little errant calculation and I might *break* the portal, instead of *sealing* it. I don't know how much damage *that* might cause to the surrounding area...or to *us*, but I'd rather not find out."

Twilight focused, and focused, and *focused*, and at last with a fiery flash of purple light she fired off a Sealing Spell of the highest power she could muster. The shining bolt of magic struck the portal and engulfed it in a deep lavender glow, and slowly the portal began to shrink. She and her friends all breathed sighs of relief. None of them would admit it, but given the circumstances they were all a little on edge and had been half-expecting a critical failure on Twilight's part. Not that they doubted her ability, of course, but she *did* have a tendency to overestimate herself when more challenging spells were concerned - they all remembered the Parasprite incident vividly, and how well Twilight's powerful 'appetite adjustment' spell had gone. Seeing the portal shrinking away made them all rather glad this had turned out so simple.

"See? Told you - no problem at all," Twilight chuckled with an air of confidence, "It's all in the-"

The portal exploded outwards, destroying the seal in a blinding flash of purples and blues and *devouring* everything surrounding it. While before it bathed the clearing in a dull grey glow, now it brimmed with a prismatic sheen that coated everything with every color imaginable, and some that weren't even that. The vortex generated a powerful gravity field that hadn't been there before, causing any and all nearby objects - and ponies - to be drawn towards it like a vacuum into the great, dark reaches of the endless void beyond.

"Whoa-whoa-whooooooooooooa!!" Pinkie Pie shouted as she, the closest, began to get sucked in. She tried to gallop out of the field, but the pull was too strong and she was slowly inching towards the portal despite her best efforts, "Ahhhhh! I don't want to see the future yet! Heeeeeeeelp!"

"Hang on Pinkie Pie!" Rainbow Dash cried as she charged forward and grabbed Pinkie's hooves, then flapped her wings as hard as she could

to push herself backwards. They were able to make good headway for a moment, but then the suction from the portal began to increase, "Oh...not good!"

"Hold on!" Applejack boomed as she snagged Rainbow's tail in her mouth, "I gotcha, sugarcube, just hang on!" Applejack began tugging, and slowly but surely they were escaping the pull of the portal...until it grew larger again and nearly swallowed Pinkie Pie, it's pull significantly stronger than before, " Aw, *horseapples!*"

"Rarity to the rescue! I've got you, darling!" called Rarity as she grabbed Applejack's tail, "*Goodness*, Applejack, did you take a bath today? Your tail tastes-"

"Not the time!" Applejack chastised behind her as they continued to get pulled in.

"Oh my goodness...oh my goodness!" Fluttershy squeaked as she attempted to help by grabbing Rarity's tail, "Oh...I knew this was a bad idea!"

"Girls! Hang on!" Twilight called as she used her magic to grab Fluttershy and pull her as hard she could outwards and away from the portal's pull. The ponies all breathed a sigh of relief as the group began getting tugged out of the gravity field; Twilight was thankfully far enough out of its pull to concentrate fully on her spell and getting her friends *out*, rather than worrying about *herself* getting sucked *in*. Then, the portal quivered with even more power, *absorbing* the magical energy of Twilight's spell, "Oh...by Celestia, you've got be kidding-"

The portal pulsed outwards again and actually sucked Pinkie Pie into its grasp. Rainbow Dash was unable to keep her grip and not risk getting pulled in too, but she held loyally firm to her friend and gave a panicked shout as she began sliding forward into the portal too. She and Pinkie Pie opened their eyes and looked into the abyss that awaited them. From up close, it looked even more impressive. It was like a river of pure energy, not liquid but vapor, and glowing all the colors of the rainbow. It would be a beautiful sight, if it were not threatening to suck all the ponies into it. Rainbow Dash was thankful she could still feel Applejack's mouth on her tail...though soon enough that would not be much reassurance.

"ConSARNIT," Applejack blurted as she too got sucked in. Rarity began to panic and used her magic to try and strengthen her grip, but that only seemed to fuel the portal's energy field.

"Waaaaaahaahaha!" Rarity yelled as she followed Applejack into the portal against her will.

"Oh d-d-d-dear..." Fluttershy peeped as she got engulfed soon after.

The five ponies were being barely kept from falling into the abyss by the tugging of Twilight's magic. It gave them all time to observe the *inside* of the portal and the mighty flow of magical power from up close, and from in here the sight was more terrifying and beautiful than anything they could have imagined, and as the portal absorbed more energy it seemed to flow forth into the abyss, like fireflies drifting down from a breeze, and add to its lustrous splendor. The intense glow of pure magical energies of some great, unidentifiable source swirling around beneath them, radiated outwards and bathed them in lights and colors that were impossible to reproduce through any natural means. If they weren't being threatened with falling into the aether with no way to return, it would be quite a whimsical experience; now it was just as frightening as if they were starting Death itself in the face, and the ponies failed to appreciate the sight for what it was worth.

Twilight tugged as hard as she could, but her friends were too far into the field to get out now, not without risking serious injury to her steadily depleting magic force. If she stopped trying to save them, maybe she could get away...maybe she could find Celestia and let her know what happened, and *she* could help. Maybe...but then where would the courage in that be?

Twilight stood firm, and with a fierce pull that made her horn fire off errant sparks like a miniature fireworks show, she saw Fluttershy's tail poke back out of the portal's field, "Almost...there..." Using all the magic she could muster, she tugged and tugged, digging her hooves into the dirt and grass beneath her as her horn blazed with magic, and more of Fluttershy began to appear. Soon she could even see Rarity, "Just a little more...." Tugged and tugged - there was Applejack! Twilight tugged some more. The pain in her horn was bordering on unbearable, and it was glowing with such intense light and firing off so much rampant magic that she worried about a possible explosion. She could *just* see Rainbow's tail...and then the portal pulsed once more, "OH COME ON!" and Twilight began to feel the portal's

gravitational pull on her as well, and that was all that was needed to make her lose her focus and for her magic to begin to falter beneath an onslaught of energy that she could not match.

Another sharp pulse, and all six ponies got sucked in in one swift sweep. If not for the churning magical fluctuations of the portal, the small clearing would be completely silent...

A dirt brown earth pony with chocolate-colored hair galloped fiercely towards the Everfree Forest, cursing to himself the entire time. His pace was brisk, as if late for some great appointment, but he was clearly exhausted and not able to run as fast as he would like. He chanced a glance behind him - *Blast it, she's still following me! Of all the bloody annoying-*

"Heeeeeeyyy! Wait up!" called a wall-eyed pegasus, "Come on, I've been trying to give you this package all day!"

"It's not mine!" shouted back the aggravated earth pony, "Bugger off!"

"But Mister Whooves, I-"

"*Doctor!*"

"But Doctor Whooves, I-"

"It's not my package! It's NOT my package! I didn't order anything from the Muffin of the Month Club! IT'S NOT MINE!" he cried, desperate to remove himself of his pest problem. She'd been at his tail the entire day, quite literally since he awoke (that had been a rather disturbing experience), and had been enough of a distraction that it was beginning to affect him more than just mentally. It had taken him a great deal of effort to get far enough ahead of her that she couldn't barricade his path and attempt to get him to sign for a delivery that wasn't his.

"Oh? Why didn't you say so *before?*"

"I *did* say so before! At least a *hundred* times, you featherbrain!"

"Heeeey, that's not very nice! Fine! I won't give you your package then, if that's the way you want to act! *Jerk!*" she said as she stuck her tongue out in display of her displeasure.

"It's *not* mine!" But the grey pegasus was already fluttering off, "Blast it all, bleeding mailponies...fantastic, now I'm late. I do hope that portal hasn't caused any damage..." Whooves came to the clearing where he detected the space/time distortion, and as he looked at the portal his face became a scowl, "Oh brilliant. *Brilliant. Somepony* has been tampering with this portal, and now it's just gone all sorts of haywire. Doesn't anypony these days know how to just *walk away* from really strange fields of magic that can tear you apart? Honestly! Blast it all, if I hadn't been late none of this would've happened. Ugh...if I find the pony responsible for this...and when I get my hooves on that bloody mailpony..."

He pulled a very plain-looking silver stopwatch out of his bag, and with a click of the device, the portal suddenly stopped churning altogether, its magical energies frozen in place. He pointed the watch at the portal and began to wind the clock backwards, the portal shrinking bit by bit with every turn of the hands, until he got it down to a manageable size and wouldn't be threatened by any errant gravitational forces; normally he'd have just sealed it off and been done with it, but since some unicorn had obviously been nearby and tampered with it, he had to make sure nothing had gone wrong. Satisfied that the rift was safe to observe, he approached it and held the watch over it, as if expecting something to happen or appear. The watch began to glow a bright neon green, and now instead of displaying a clock face on the front, it displayed a set of wavelengths and numbers and a tiny list of objects that had apparently been sucked into the portal. Whooves was glad the list seemed small at first - animals and beasts could sense Void magic pretty well and typically tried to avoid it, so it was usually only stationary objects that got caught up, or poor critters that happened to be right in the spot the tears appeared in when they manifested.

"Let's see...tree, tree, tree, rabbit, tree, tree, badger, mushroom, snake, tree, rock, tree, rock, rock, tree, yadda yadda yadda. Phew, nothing too import-," and his face contorted in concern, "Oh *bugger*, looks like some ponies did get sucked in. *Fantastic. Six* of them as well, this just keeps getting better and better - that will *not* be easy to fix. Well," Whooves sighed, "Not much I can do for them from this end, sadly. Let's just try and find out where they ended up...one of my counterparts should be able to assist them..."

The Elements of Harmony screeched through the ethereal flow of the strange void they had fallen into, desperately seeking a way out and rapidly coming up short. They found that they could not directly control their path through physical force, and were merely drawn along by the currents of magic as they flowed around them; Twilight found she could use her magic to steer them, but wasn't sure if they'd fall *off* the river if she tried to steer them out of it. Considering that "off the river" meant "into a bleak, endless abyss where no light shone forth", it really wasn't worth testing that theory. By now they'd all managed to get huddled together, and clung to one another in desperation; wherever they ended up, they were confident that at the very least they'd end up there together.

"Hey guys, look up ahead!" Pinkie pointed out, "Betcha never seen a river do *that*!"

The others looked at the magic flow ahead of them and saw it cascade *upwards*, and following the path along with their eyes they could see it looped back around and ended up in a sharp diving spiral down below them. A frightening loop-the-loop glowing a bright, angry red at the sharp downward drop that made it look rather *unpleasant*. Twilight was immediately reminded of the roller-coaster she and her friends went on during their visit to that new amusement park outside of Fillydelphia. She also remembered not being able to walk straight for nearly an hour afterwards...

"Aw horseapples..." Applejack gulped, gripping her hat tightly.

"This won't end well, I can feel it," Rainbow Dash agreed as she clung tightly to Pinkie Pie.

"Hang on, everypony!" called Twilight.

"Yaaaaaaaay!" cheered Pinkie Pie, "Everypony put your hooves up! It's so much more fun!"

The hit the cascade and began soaring up and around through the magical field. This part wasn't so bad, until they reached the top, and found themselves falling upside down at a breakneck speed through the rest of

the flowing aether. It was a unique feeling at least to Rainbow Dash, who was always used to being able to fly; in this murky ethereal abyss though, where her wings didn't seem to work, she got to feel what it felt like to be unable to fly when being dropped from a great height. Rarity and Fluttershy began having rather vivid flashbacks to the times *they* fell from Cloudsdale, but then decided - this was probably *worse*.

"Aaaaaaaaaaaaaahhhhhhhh!"

"Wheeeeeeeeeeeeeeeee!"

The magic suddenly careened off the the side and slowed them down enough for them to collect their wits...and their lunch. Applejack was almost tempted to remove her hat, but decided wisely against it and fought the nausea down. Rainbow Dash didn't seem too much worse for wear, but was clearly not eager for a repeat performance.

Pinkie Pie giggled and bubbled and with a great deal of enthusiasm, "One more time! That was so much fun!"

"Oh I think I'm going to be ill," Rarity mumbled as she held her stomach, "Yes...definitely going to be ill...oh dear..."

Fluttershy trembled in a terrified panic, clinging desperately to Twilight's legs, while Twilight in turn was holding onto Applejack as if for dear life. They didn't get long to recuperate, as soon enough the magic field suddenly dropped off and the ponies found themselves being whisked along a sharply turning path that twisted and turned and made so many sudden drops it was like riding the fiercest river rapids in all of Equestria ten times over. They were thankful at least that there weren't any rocks, but they clung more tightly together now than before - this would be no time to fall overboard and get separated.

As they rapidly bounded through the river of Void energy, they could look out alongside the stream and see other windows zooming by that appeared to vent out into other worlds. Most of them were too fast going by to make anything out, but one thing was for certain: if they ever wanted to escape this rapidly flowing cascade of magic, they'd have to get into one of those other windows. Twilight Sparkle only hoped whichever one they picked led back home. Using her magic to latch onto another fork in the river's path, they found themselves flowing now directly towards a tiny ripple in the distance; at last, the river was leading *towards* a portal rather

than just streaming by it. This fork of the river was slow enough that the ponies could finally relax and feel *somewhat* safe, though the ominous sight of them slowly bobbing towards a window of magic that led to who-knows-where was not much comfort. The tear was tiny, barely large enough for them to fit through - perhaps somepony on the other end had managed to seal it, and it was slowly beginning to shrink? Wherever it led, it had to be better than here...right?

"Oof!"

"Eep!"

"Ah!"

"Ow!"

"Ugh!"

"Wheeeeeee! Let's do that again! Can we, can we? Huh huh huh?"

The ponies all were dropped rather unceremoniously out of the aether and into a pile of trash and junk. Above them, the portal slowly shimmered away until with a faint hiss it disappeared completely. Wherever they were now, they were trapped.

"Ohhh...my aching-" Twilight coughed as she warily got to her feet. Looking around her...she quickly realized that they had not ended up back home, not at all. As the six ponies shook themselves up and looked around them, they now could all see it. They certainly weren't in *their* Equestria anymore, "Oh dear..." she frowned, "This...isn't good..."

"Pfh, see Dashie, *told* you it went to the future," Pinkie Pie scoffed, "This is just like that movie where the stallion drove a car really fast and ended up in...no wait, he ended up in the past. Um...oh! This is like that movie where the killer robot pony...no he came back to the present *from* the future. Hmm...aha! It's like that movie where all the ponies were in the present but *really* they were in the future and hooked up to machines...and...no this isn't like that at all. Um...hey Dashie, which one was it where the pony goes to the future?"

"The hay if I know. *You're* the movie buff around here, not me. I'm stickin' with my opinion though," Rainbow Dash said as she stared upwards, "I still don't think this is future, Pinkie...at least not *ours*..."

Skyscrapers that towered further than the eye could see surrounded them; a dark haze was all they could see of the sky above. They were nearly blinded by the amount of shining lights and the neon glow of the city, even here in this tiny alleyway. The streets were littered with grime and garbage that nopony seemed to be picking up; everything was made of strange metals and brick that they couldn't recognize; the crowds of pegasi high in the air alone made them think Cloudsdale was some one-horse-berg in comparison - if those were just the *pegasi*, then they couldn't even begin to wonder how many *other* ponies lived here. Everything else was dark and drab, colored shades of black, brown, grey, and red; there were no bright or friendly colors here, and the few that were like colors they were used to were utilized in neon lights that advertised places of business like nothing they'd ever encountered back home, or anywhere for that matter. No, this was not their Equestria. And wherever it was, it did not look like a happy place.

"By Celestia...things just keep seeming to go from bad to worse, I, uh...I don't suppose anypony has any *theories* as to where we are? *Other* than Pinkie Pie?" Twilight asked hopefully, "It's obvious where we're *not* at least."

"Not a clue," Applejack stepped forward as she adjusted her hat, glad it hadn't gotten lost in the chaotic rivers of magic, "It reminds me of Manehattan though...just...ah...grittier and much...*much* bigger. Hoo-wee, even *I'll* admit this place needs a bit of sprucin' up, though. I couldn't imagine livin' 'round all this here *junk*."

Applejack's observation was made all the more valid as the ponies looked around them in a dismayed awe. Many of the buildings, at least at ground level, seemed to be in various states of disrepair. Metals were rusting, bricks were moldy or cracked, cement was shattered, wood was warped, and glass was chipped; while it was difficult for them to see further upwards, they could at the very least tell that the high levels of the city were in a much better state than the lower levels. How any city could allow this kind of atmosphere to even exist was beyond them, but perhaps things in this world didn't work like back home.

"Oh my," Rarity said as she covered her nose, "It smells like somepony's been burning...*something* out here, too. Who burns garbage, *really?*"

"It's so...so..." Fluttershy peeped, "...*scary* being in a new place...oh my..."

"Aw don't be silly!" laughed Pinkie Pie, "Oh, just *think* of all the new ponies! Ooh, ooooooh, I bet I could throw a *million* new parties! This oughta be *fun*! Oh *gumdrops*, but I don't know where there's any party supply stores around here. Can we look for one of those? Huh? Can we, can we, huh huh huh? Ooh! And I'm *starving*! We need to find a sweet shop or an ice cream parlor or a bakery or *something*! I need three-hundred cc's of chocolate and sugar, stat!"

"Pinkie, we've got more important things to worry about than if there's enough balloons for a party," Rainbow Dash groaned, "Ugh...Rarity's right though, look at all that *smog*. This place is a mess. Don't they have any kind of weather patrol? I could probably have this whole place cleaned up for 'em...in maybe ten *hours* flat. You can barely even see the sky! And who would want to, anyway, just look at it! *Creepy!*"

The ponies all nodded at the rather ominous appearance of what little sky they *could* see. While most of it was covered in thick smog and smoke, small pieces peeked out here and there, and they couldn't tell if it was an illusion being played by the bright lights of the city, a distortion caused by the smog, or perhaps they were right and what they were seeing was *real*. Skies were supposed to be blue, weren't they? Even at night the sky was blue, just a different shade of it. This sky though, this sky was a deep, murky orange - not the same kind of orange one saw at sunrise and sunset, but a dirty orange that looked more menacing and dark than promising and warm. That was all they could tell from here - an orange, terrible sky. *That* wasn't normal.

"Oh...I do hope the little birdies up there are okay..." Fluttershy peeped, "If there even *are* any..."

"Good heavens," Rarity sniffed in disgust, "Let's just get out of this *dreadful* little alleyway and into the streets, at the very least. Perhaps if we ask around we can find out where we are?"

“Good idea,” Twilight nodded, “I’m sure the ponies here are just as helpful as they are back home.”

“Yeah, I hope...” Rainbow added with hesitation.

As they left the tiny alleyway they’d materialized in, they realized that at least in this part of the city, there were very few ponies around at ground level. This street felt nearly abandoned, and it was mildly worrying that nopony was anywhere nearby. The only company they had besides one another were the occasional rat that scampered by - a fact that Rarity would have been most grateful had it not been the case - and the occasional piece of paper trash that floated by. It was a sobering experience to feel so alone despite all being together.

As they rounded another corner, they saw crowds of ponies further up ahead - a busier section of town. A main street, perhaps. This would serve them well, they all agreed. Twilight hurriedly moved ahead and sought out the first pony she could find that looked like they wouldn’t be too distracted by their own tasks to help them. She found a dark blue pegasus mare that was taking the ground route, possibly to avoid the heavy air traffic high above, wearing a bright green jacket that clashed horribly - in Rarity’s opinion - with her strawberry blonde mane and tail. Twilight was glad that the ponies here still, at the very least, looked like them and seemed to act like them, right down to having Cutie Marks and everything - the pegasus had a snowcone as hers, a white cup with a big red scoop. Twilight cleared her throat and tried to introduce herself.

“Um...excuse me, but, whe-”

“Aaaaah!” the pegasus yelped as she saw the pony that was trying to ask her questions, “G-get away! Help! Police! Poliiiiice!” she cried as she flew off. Twilight was left stunned and confused. Had she said something wrong? Did she startle her? Was it her breath? She didn’t think she smelled funny, even if they *had* all landed in garbage earlier. And even so...police? What would warrant that?

“Well what the hay was that about?” Rainbow Dash muttered, “Rude much?”

“Hmm...” Twilight tapped a hoof to her chin, “Very peculiar. She looks just like us, so...what’s it about me that got her so riled up?”

“Let’s try another pony. Hmmm...aha!” Rarity pointed, “There, that dashing young stallion unicorn. Ahem, perhaps we should let *me* do the talking? A little *charm* goes a long way.”

Rarity trotted over to the stallion, a reddish-black unicorn - like a cherry soda or a stick of black licorice - with olive green mane and tail, wearing what looked like a black tuxedo vest complete with matching tie; his Cutie Mark was a single olive skewered by a toothpick. He was busy reading a newspaper and standing around beneath a sign that read “BUS”, whatever that meant. Rarity fluffed her mane and tail, checked her coat, and satisfied that she looked her very finest, she cleared her throat and introduced herself.

“Pardon me, my good sir, so sorry to interrupt,” she smiled with fluttering eyelashes and a sultry voice, “But my friends and I seem to be in a bit of a bind, and-”

“Ugh...get away from me,” snorted the stallion in disinterest and disgust, “Have you no shame at all?”

“I beg your pardon?” Rarity blurted, aghast, “Of all the impertinent ways to greet a lady! Well, I never! you should be...ashamed of yourself? Hello? Are you ignoring me now? HMPH!” She decided, perhaps wisely, not to pursue the matter any further. With a huff, she returned to the others, disgruntled and feeling slightly dejected. Was she losing her touch? Maybe she wasn’t the stallion’s ‘type’?

“Any luck?” Twilight asked.

“Not at all,” Rarity snorted, “No manners amongst these ponies, wherever this is. You’d think someone dressed so *dapper* would be a little more *courteous*. Even...*ugh*...Prince *Blueblood* at least had the decency to *act* polite at first.”

“Aw, don’t get discouraged, sugarcube,” assured Applejack, “Maybe the stallions ‘round these parts just ain’t affected by that charm o’ yours?”

“Ooh! Can I try next? Huh? Can I?” Pinkie bounced.

“I don’t know Pinkie...” Twilight said with trepidation, “I mean... Rarity and I couldn’t get any answers, what makes-” Pinkie held her hooves

together in a pleading gesture and forced her eyes to widen and fill with tears. Twilight balked, "Fine..."

"Yaaaaay! You'll see, I'll get some answers! Detective Pinkie Pie is on the case! Aha! My first suspect!" she pointed to an off-white earth pony with curly orange hair. She was wearing a simple blue blouse and was focused on fumbling with something in one of her saddlebags, so she didn't notice Pinkie Pie approach her.

"Hi!" chirped Pinkie Pie.

"Ahh!" she jumped, not seeing where the source of the voice came from.

"No need to get all jittery, I just wanna ask you some questions," Pinkie Pie said sternly as she spoke to the mare from somehow *behind* a nearby lamp-post.

"W-who's there? Show yourself!"

"C'mon, I just want to know where we are!" Pinkie Pie pleaded, now asking from a nearby trash can.

The mare curled up and looked around in a panic, "Oh no...this is just like that one dream! Make it stop..."

"You're not being very helpful you know..." Pinkie Pie whispered in her ear as she leaned in from out of one of her saddlebags.

"AAAAAAAAAAHHHHH!!!"

The mare streaked down the road as fast as possible, leaving Pinkie Pie tumbling around in the air before landing in a heap on the ground.

"Pinkie Pie, how was *that* supposed to help?" Rainbow asked incredulously as the pink earth pony bounded back over with a pleased grin, "You scared that pony half to death!"

"Aw, no way Dashie, I can't *scare* anypony! She was just surprised is all! Glad to see everything still works, though. I was worried that maybe being a totally new place would ruin all my fun!" Pinkie smiled, completely oblivious, "It's okay, she probably wouldn't have helped either. I just wanted to make sure I was still me!"

"Pinkie Pie...you...you are so random..." Rainbow sighed.

The group continued their fruitless trek through the city street. Every pony they asked seemed to have the same three reactions: either they reacted like the pegasus and earth pony had, and screeched and screamed and ran away; or, they gave them a rude response and a cold shoulder, as the unicorn had done; and, perhaps worst of all, they just *ignored* them completely. Eventually even these three responses died down, and it became apparent that something was amiss. They were in a busier part of the street now, so it became difficult to avoid being made the center of attention.

"Does anypony else feel like...well, *everypony* else is watching us?" Twilight interjected.

None of them had been much too aware of it before, but upon taking heed of their surroundings they did in fact notice that the ponies that wandered the rest of the streets around them were staring at them in stunned disbelief; ponies with colts or fillies present shielded their children's eyes. A few ponies here and there ran off, others pointed and either muttered amongst themselves or chuckled at the sight. The Elements of Harmony shrunk a little under the scrutinous gaze of everypony in their immediate vicinity.

"Why're they all starin' at us?" Applejack whispered to Twilight, "We don't look that outta place...do we?"

"I don't know, but I-oof!"

As Twilight rounded the nearby corner, she was slammed into by another pony that had been doing the same thing going the opposite way.

"Owww..."

"Twilight! Ya'll okay?"

"Yeah...I'm fine," Twilight grunted as she was helped up.

"Oi! Bleedin' tourists, watch where you're walkin'! I don't have time to be buggerin' about with a bunch of...eh...*nudists*! I'm *late*!" shouted the other pony. She was a minty green unicorn with sky blue hair, and Twilight noticed that she was wearing what looked like a grey sweater vest that

covered most of her upper torso, with long sleeves beneath it - likely from another shirt. Twilight's eyes opened in realization - that pony had just called them something - *nudists*? As she looked around at other ponies surrounding them, she noticed something she hadn't really taken notice of before - *all* of the other ponies were wearing clothes too. *Now* she understood why they were getting stares, and why everypony they met was giving them such hostile responses.

"Oh dear..." Twilight frowned with a tiny blush, "Um...perhaps we should try and find someplace a little less public to discuss our situation?"

"Whatever for, darling? I know these ponies so far have been rather rude, but-" Rarity scoffed. Twilight hurriedly whispered her discovery to the others. Rarity's face turned bright pink and she frantically began to look about for something to cover herself, "Good heavens! Scandalous! Oh my, I *knew* I should've packed...well, *something*!"

"C'mon, before we get into any...trouble..."

Twilight's worried look turned to panicked anxiety as she heard a siren off in the distance. They didn't have much in the way of law enforcement back home - few ponies broke laws and those that did were often caught quickly and quietly - but she still knew that sound well enough. It was close enough to a fire alarm that she knew it meant trouble, and given the reactions they'd been getting she doubt it was *firefighters* coming this way. Sure enough, within moments the six ponies found themselves surrounded by police ponies - pegasi, unicorns, and earth ponies alike, all dressed in neat black uniforms. Fluttershy nervously crowded herself into the center of her group of friends.

"Halt! New Pandemonium City Police! You are under arrest!" called one unicorn, a white stallion with silver hair, who was levitating a megaphone in front of him. He signalled to a few of the other officers to move in. The six Elements of Harmony were soon surrounded by a few earth ponies wielding their batons somewhat menacingly with their mouths, and a pair of unicorns that levitated what looked like hoofcuffs ahead of them. Applejack and Rainbow Dash made to defend themselves, but Twilight shook her head and dissuaded them.

"Ah...perhaps we should just...cooperate?" Twilight gulped when she saw that not only were they outnumbered, but they were underarmed in

comparison - she was unsure how much magic she would have to use to help them all escape, and what good would that do, putting themselves on the run from the police? "I wouldn't want this to get disagreeable.

Besides...they're authority figures here. Police? They can help us..." and with some degree of hesitation, she added with a nervous gulp, "Right?"

Chapter Two

Imbalance

Police Chief Smokestack grumbled as another pile of papers was shuffled in front of him. He used his magic to remove his cap and run a handkerchief along his brow, and briskly pull a comb through his sleek dull green hair; it always paid to keep up a neat and tidy appearance when handling case loads - it made him and his department look and feel more imposing, making it easier to illicit cooperation. His pristine orange coat contrasted well with his black uniform, and gave him a commanding presence as he sat behind a raised stand in what appeared to be a courtroom, but without many of the expected necessities. There were no chamber seats for the public or interested parties, there wasn't a jury box, and instead of two tables meant for the attorneys and parties of the defense and prosecution, there was just one long table meant to hold all of the accused in the case. In New Pandemonium City, the police upheld the law, carried out the law, and served as both judge and jury and even provided attorneys that worked *for* the police department. It made things so much *quicker* and *easier*.

He took another puff from his cigar and gestured to the officer standing at attention to his left at ground level. The officer nodded and adjusted his own cap and straightened his uniform, then signaled to the other officer standing near the door. This one opened it and signaled to another pony outside, and he held the door open as three other police ponies led in a group of six mares they'd arrested only an hour before. All six were now wearing the gaudy bright orange jumpsuits that were typical for all ponies the police arrested while they awaited their speedy trials. Chief Smokestack noticed that the white unicorn in the group did not look at all pleased with the outfit, but the entire group obviously looked pretty discontent to be here.

The other officers all left the room so that the only eight ponies left were the six jumpsuit-clad mares, Chief Smokestack, and his apparent second-in-command that remained at firm attention just below his stand. This one was a thick, apple red stallion with short golden blond hair and stern, emerald-green eyes, and in his uniform he looked very imposing,

much more so than most of the scrawnier ponies that made up the police force. His Cutie Mark - a pair of hoofcuffs - only added to that image. Applejack eyed him curiously - he looked somewhat...familiar.

"Right then," coughed Smokestack and he stroked his bristly mustache with a hoof, "Case File dated the Twenty-eighth of Winter Quarter, year Three-thousand and Fifty-nine. Case File labeled The People of New Pandemonium City versus...let's see here...ah, Twilight Sparkle, Applejack, Rarity, Rainbow Dash, Fluttershy, and Pinkie Pie. The honorable Judge, New Pandemonium City Police Chief Smokestack - that would be *me*, ladies - now presiding. How do you plead?"

"We don't even know what the charges are!" Twilight stammered, "We were just walking about, minding our own business, and nopony explained anything! Uh...your honor."

Chief Smokestack raised an eyebrow. He wasn't used to accused parties asking questions - *he* was supposed to be asking questions. He *was* used to them *always* pleading 'Not Guilty' though.

"Hmph, very well. It's a slow day, I could use the break in monotony. Let's go through these one at a time, shall we, and maybe you can explain to me what excuses you have, hmm? Oh, I can't wait to hear these..." he snickered, "Ah, young ponies these days always have such *fascinating* reasons for breaking the law..."

Rainbow Dash sauntered over to Twilight and whispered, "Let me do the talkin' here, Twilight. You gotta keep your answers short and simple with the cops, it makes things a lot easier."

"What? I didn't know you'd ever been-" Twilight started.

"First charge," interrupted Smokestack, "Public Indecency - wandering around city limits without proper attire as stipulated within New Pandemonium City bylaws. The orange one - Applejack I believe? Your charge on that count is reduced by half because you're at *least* wearing a *hat*," Smokestack ignored an exacerbad groan from the white unicorn, "Second charge, Disturbing the Peace, as a byproduct of your public indecency - we got enough phone calls in the fifteen minutes leading to your arrest that I swore we were running some kind of telemarketing service in here. Third charge, Failure to Provide Identification - you were

not carrying any form of identification on yourselves at the time of arrest. How do you plead?"

"...well...when you put it that way," Rainbow sheepishly looked around to her friends, "Um...guilty? We didn't know we needed any of those things. Um...clothes and identification and such...yeah..."

Smokestack smirked, "At least we have an understanding. My men don't just arrest *random* folks off the street, you see, so I'm glad we can at least get this started off without *that* accusation again. Now, if you'd be so kind as to explain *why*? You said you didn't know you needed them?"

"We're not from around here," Rainbow Dash said curtly.

"Oh?" Chief Smokestack said with some genuine surprise. This was a first.

"We're from Equestria - Ponyville to be exact," Twilight Sparkle clarified. Rainbow nudged her hard in the ribs, "Ow! Hey, Rainbow, what was that-"

"Ponyville?" Smokestack chuckled, "What an utterly *ridiculous* name for a town - let me guess, *ponies* live there? That's a good one! Flathoof, you ever heard of anyplace named Ponyville before?"

The officer standing below him - Flathoof - shook his head, "Nnnnope. That's a first, Chief. Maybe it's some suburb of Utopia - I don't know much about their district names. Seems to me they want to register as citizens here - they *were* arrested en route to the NPRD Building."

"Yeah, that's it," Rainbow Dash quickly played along, "Utopia. That's where we're from - Ponyville, Utopia. Yep. Wanna join your...ah...citizenry...and all that."

"You're awfully trusting of their story, Flathoof," Smokestack frowned.

"I see no reason to doubt them, sir. They didn't cause any property damage or harm anypony, and I'll be honest...this *is* the first time I've ever heard 'We're not from around here' as an excuse for lack of ID. It's usually 'it's at my friend's apartment' or 'it's in my other jacket' or some other tired and old excuse. Not a shred of creativity. Either they're *very* clever, or

they're telling the truth, and with the education system lately I'm more inclined to believe the latter."

None of the Elements of Harmony much liked this last back-handed compliment, but at least it seemed to be helping their situation.

"...I'll trust your judgment on this, Flathoof," Smokestack nodded, "Okay, so that explains why you weren't carrying identification - you're from Utopia," he shuffled the papers around and stamped a part of one of them, "I know for a fact that their system is a might different, so I can't fault you for that. Not that their identifications would do you any good, even if you *were* carrying them, since they're not valid here. Care to explain why you were wandering around *naked* though?" Smokestack stared.

"Um...we're...not from around here?" Rainbow Dash shrugged.

Smokestack raised an eyebrow, leaned over, and whispered to Flathoof, "Is Utopia going hedonist nowadays? It's been a while since I've been. If it is, I might consider taking a little *vacation* this coming summer..."

"Wouldn't know sir, never been myself. Maybe *their* district is though? I'll admit I'm not accustomed with Utopia's...uh...customs..." he added with a shrug.

"Hmph. Well that certainly would explain that bit too. Very well then, under the circumstances, you six have two options - either we toss you in jail and let the system weed you out, or you can all get yourselves documented and be released on parole. You should all be so lucky that Flathoof is taking your side, he's not an easy one to convince."

"You'd release us? Just like that?" Twilight Sparkle asked, surprised, "Ow! *Rainbow-*"

Rainbow had nudged her hard in the ribs and hissed, "Geez, Twi, *shut up*, before he changes his mind!"

Smokestack's grin widened, "Oh, our little city is *always* looking to get a few more taxpayers into the system. Seeing as your crimes were not violent or damaging - well put, Flathoof - and you all cooperated pretty well with the arrest, I see no need to deny you the opportunity to *increase* my salary. Of course, if prison time sounds more appealing...I'd understand. Taxes *can* be pretty high..."

Twilight turned to her friends in a huddle, "I think it's pretty obvious what we do here. No sense in not cooperating, right?"

"Duh, and get ourselves thrown in *jail*?" Rainbow scoffed, "Fat chance finding a way home if we're sittin' in the pokey. And Fluttershy wouldn't last two seconds in there, poor filly would fall to pieces."

"I don't like dungeons..." peeped Fluttershy in agreement.

"That Flathoof fella seems...on the level enough," Applejack suggested, "Maybe he can help us? I sure wouldn't mind askin'..."

"Ugh...and I simply *must* get myself out of this *awful* jumpsuit," Rarity made a face, "And into something a little more...*me*."

A few moments of silence, then they all turned to Pinkie Pie, "What?" she asked in confusion.

"Aren't *you* going to suggest anything?" Twilight raised an eyebrow.

"Yeah, like a *party*?" Applejack chuckled.

Rainbow Dash quickly covered Applejack's mouth, "C'mon, don't give her any ideas!"

"A party? Pfft, c'mon Applejack I can't always have *parties* on my mind. But now that you mention it...oooh! A *prison break* party! Oh I have the bestest best ideas, we could have nail files in the cake and instead of fancy cookies and candies we'd have mushy gruel and-"

Rainbow groaned, "Pinkie Pie you are so...ugh..."

Twilight turned around, "I guess we're taking the second option then."

"Good, good," nodded Smokestack, "Flathoof, please see to it they all get properly documented, and as *quickly* as possible. I'd like to see that salary increase on my next paycheck."

"Right away, sir," nodded Flathoof, "Come along, ladies. Time to join the herd, as they say."

Flathoof gestured for them to follow him through the double doors, and he gave a hefty sigh as Twilight Sparkle came up beside him and

followed his stride, clearly looking to strike up a conversation. A great many other officers in the white, impeccable halls of the police headquarters were beginning to stare at Flathoof, who looked quite odd leading six mares dressed up in prison uniforms behind him. He felt a little embarrassed about the whole thing,

and was glad to finally get some reprieve when the group arrived at the elevator leading back to the ground floor. Pressing one of the silver buttons turned it gold, and they now just had to wait for the elevator to come to them. Five seconds. Ten seconds. Fifteen. Flathoof was getting impatient.

"Thank you, for helping us in there. I'll admit, our story might seem a little-" Twilight said with all due courtesy, breaking the dull silence.

"Spare me the plesantries," Flathoof snorted, "I didn't do it for you. Our prisons are filled up enough as it is with all sorts of *real* criminals, I don't feel like seeing precious space wasted on a troupe of *nudists* - not the most dangerous of crimes, y'know? Now I don't know where Ponyville is, but it sure as hay *isn't* in Utopia. Most likely scenario - you're all refugees from the Wastelands or something, just looking for food and shelter, and that isn't a crime in and of itself. So think of this as killing two birds with one stone," which made Fluttershy grimace at the poor choice of metaphor, "I'm helping you get on your hooves, while keeping my prisons open to criminals who deserve to be there. You're all lucky the Chief is willing to look the other way when he sees an opportunity to get a few bits out of it..."

The elevator arrived with a soft *ding* and all the ponies shuffled inside at his lead. It was a little stuffy and they all had to get pretty close together. Rainbow, Pinkie, and Applejack were squished together on one side of Flathoof, Twilight, Rairty, and Fluttershy on the other.

"Oh...well...still, we all appreciate it," Twilight nodded, "I'm Twilight Sparkle...it's a pleasure to meet you, Officer Flathoof. I mean...I know you already know our names and all...but I feel a proper introduction is in order, if you don't mind? Seeing as we kind of owe you our freedom, and all..."

"Hmph," Flathoof said blankly, "If you insist."

"Splendid!" Twilight clapped, "These are my friends, Rarity-"

"How do you do?"

"Fluttershy-"

"Um...hi..."

"Rainbow Dash-"

"What's up?"

"Pinkie Pie-"

"Hiya! It's so cool that you're our new friend, I should throw you a party to celebrate! Oh...I just need supplies...and a place to hold the party...this plan isn't working out so good yet, is it?"

"And Applejack-"

"..."

"...Applejack? Hello?"

"What? Oh!" Applejack blushed, "S-sorry. Kinda got...distracted. By somethin'. Um...howdy!"

"Right," Flathoof shook his head, muttering to himself, "Sometimes I wonder why I get myself into these things...why I don't just look the other way like everypony else..."

The elevator dinged again and they all popped out back into the department's lobby area. It was a madhouse on the ground level compared to the relative calm of the upper floors. Ponies of all kinds were everywhere in the building, interacting with the police officers that were on duty down here. Some were answering questions being asked by ponies looking for assistance with reporting crimes; some were being escorted away by officers after clearly having been arrested; some were simply sitting on benches awaiting their turn to head into one of the offices that lined the side hallway, many of which were labeled 'Internal Affairs' and had some sub-division name. They seemed to be headed *away* from the front doors, so Twilight's curiosity was piqued.

"So are we headed for that NPRD Building you mentioned?" Twilight asked.

"Not necessary, the NPPD has all the same forms and equipment," Flathoof explained, "Besides, I can't exactly imagine any of you want to go walking out around town wearing *those*, looking like a group of convicts. If you thought you got odd looks before, well..."

Rarity grimaced at the jumpsuit again, "*Please* tell me we're going to be getting something to replace these soon...and a place to get some proper grooming done? I don't know about you girls, but I could *really* use a bath."

"Something like that," Flathoof nodded, "We have all sorts of confiscated clothing that we normally just donate to our auctions every year, but I'm sure we can find something in there for you to use temporarily, at least until we get you all sorted out."

The group came down another hallway and Flathoof led them through another set of double doors marked "Registrations". This room was, unlike the rest of the police department building, pretty quiet and almost completely empty, save for the two clerks seated behind desks. Flathoof came to the nearest one, a unicorn mare with a black coat and sleek red mane. She grinned broadly at his approach and it didn't take effort in noticing her trying to stealthily fix her mane and get her glasses just right.

"Oh, Captain Flathoof, always a pleasure to see you. How can I be of assistance?" she smiled.

"Snapshot, I need to get some identification forms and citizenship forms, and make it *snappy*," Flathoof swiftly explained, and trying to ignore his own horrible, unintentional pun, "Oh, and some domicile registration forms as well - we'll need to find you six a place to live."

"Is that part of your job too?" Rainbow Dash asked.

"It is as your parole officer," Flathoof sighed.

"Did...I miss something? When did that happen?"

"When the Chief assigned me to take care of your documentations, that was his code for 'Hey Flathoof, guess what? You're their parole officer now'," and he added with a groan, "I'd really rather be back out on the streets trying to catch *real* crooks, but orders are orders even if I don't like

them. Times like this make me think I was promoted for reasons other than seniority..."

"You mean you don't like us?" Pinkie Pie frowned, "Awwwww..."

"I never said that," he hastily added, hoping to avoid any waterworks, "I'd just prefer if I was actually out there doing my *real* job, instead of being a babysitter."

Applejack grunted, "Ya'll make it sound like we're imposin' on ya'. If ya'll don't like it, why don't you just find somepony else to take over, and let us do our own thing?"

Flathoof hesitated for only a moment, "Your little troupe here looked like a bunch of fish out of water. I don't know where *exactly* in Equestria you're from, but it sure ain't from around here, and I ain't about to send a bunch of know-nothing mares out there to try and brave *this* city - you obviously already tried that once, and look where *that* nearly got you. If this were Utopia I wouldn't be that concerned, but this *isn't* Utopia, and I can't blame you for not wanting to travel all that way. Now if you don't like my attitude, that's your own problem, 'cuz I'm not changing it. Nnnnope. Not. At. All."

Applejack stared for a brief moment then shook her head and let the others get back to doing the talking. While Flathoof sure talked fancy and clearly had a great deal of authority, and knew it too, he seemed like he was willing to help them with almost no motivation at all; sure he'd told a little fib to get them out of a bind, but if what he was saying was true, he'd just saved them a *great* deal of trouble. She found his attitude a little disagreeable - he sounded a might like Rainbow Dash in his stubbornness - but...well, something else about him seemed so familiar and she couldn't quite put a hoof on it just yet.

Snapshot produced all the paperwork everypony would require, and so they began to fill everything out. Twilight Sparkle volunteered to go first, and sat at the desk as Snapshot organized everything. She noticed that the other unicorn didn't look at all pleased to be doing six forms in one go, and guessed that just doing one alone was a enough work. Or maybe Snapshot was just lazy.

"Okay let's see...name?" Snapshot asked in a mildly miffed tone as she adjusted her glasses and hovered a pen over the form.

"Twilight Sparkle."

"Okay...coat color, purple-"

"It's...more of a lavender, really," Twilight clarified with some hint of an incredulous smile. She expected a pony like Applejack not to care about specific tones of color, but this was a police officer filling out a very official document.

"*Purple*," insisted Snapshot with an irritated sigh, "Hues and shades aren't important for the forms, your photograph will take care of that just fine. I'd like to just get this quickly without having to pick out specifics, okay? Okay. Now then...mane and tail...purple with pink streak. Eyes...purple. Should I just fill out everything on here 'purple', dear? I'm just noticing a pattern is all."

"Hey, it's not my fault you don't use shades and hues," huffed Twilight, getting aggravated with the other unicorn's snippy attitude. She muttered to herself, "Now I know how Rarity feels."

"Talent?"

"Magic."

Snapshot gave Twilight Sparkle a look. A *look*, that just screamed of disbelief and confusion, "...okay, um...sweetheart, I don't know if you've noticed but...you're a unicorn. Magic isn't a talent, all unicorns can-"

"No, I mean, Magic itself *is* my talent. I can perform almost every kind of magic there is, I just need to see it used once, and then I can duplicate the spell. Sometimes not as good as the unicorns who specialize with certain types of specific magic, but for most generic stuff I'm better at it than the average unicorn," Twilight caught herself at the end, "Uh...not to brag...or anything..."

"...well...okay, if you say so, O Magic One," Snapshot rolled her eyes as she jotted it down. These new citizens were getting on her nerves already, but she was glad she'd at least be getting paid for this, "Um...aha. Former residence? Be specific."

"Ponyville," Twilight said, though she sort of regretted it - saying 'Ponyville' had already gotten her a lot of flak thus far. She'd have to get used to saying Utopia or something else, "...uh...Utopia. Ponyville, Utopia."

"...there isn't any-"

"We've been over this already," Flathoof interrupted, "Just put it in there, save yourself the headache. It's a sub-district...a new one..."

"Right, right," Snapshot sighed, "You're lucky it's you, Flathoof, otherwise I'd just tear this up and let you deal with it; this is more trouble than it's worth. I was enjoying a rather nice nap, I'll have you know. Former occupation?"

Twilight thought for a moment, then settled on the answer that would likely get her the least possible amount of difficulty in continuing, "Librarian."

"Finally, something simple. Okay, let's see...Flathoof is author-"

"Aha...eh...nnnnnope, d-don't put my name there," Flathoof stammered quickly as he fumbled his hat, "The Chief would *kill* me if he found out I took *his* commissions. Put *his* name on there."

"Commissions?" Twilight asked. Snapshot was busy scribbling other notes on the form that she didn't seem to need Twilight's input for anyway, giving the *lavender* unicorn a chance to ask Flathoof a question or two.

Flathoof sighed, "The pony whose name is in that authorization field is the one who gets the salary increase, since they're the one that is responsible for increasing the city's tax flow. That's why he assigned *me* to take care of this rather than do it himself - I'm the only pony around here trustworthy enough not to try and take a cut. It stinks, since I could *really* use that pay increase...but," and he shrugged, "It's tough being the only *honest* cop around here."

"Aren't you worried about gettin' in trouble, talkin' like that in front of yer fellow officers?" Applejack asked as her eyes flickered between Snapshot and back, "Can't imagine anypony'd take too kindly to bein' called crooked."

"Everypony around here already knows ol' Flathoof is the most honest, most dependable police officer in the whole dang city, and that he always speaks his mind," Flathoof smiled, "But they also know that if they don't like it, they can always try and get me to stop. See how that works out for 'em. I didn't get promoted to Captain just for my good looks," and he pounded his chest with one of his large forelegs. Applejack found a smile flicker across her lips, impressed at such a robust...answer.

"Okay...and check, check, double-check, stamp here...I need you to sign this here...wonderful, now we just need to take your photograph and you're all done," Snapshot hurriedly finished, "Over here please."

Twilight Sparkle nodded and then realized she was still in the jumpsuit, "Uh...do I really want to be wearing *this* when I take my picture? Everypony I show my identification to will think I was a convict or something."

"Sucks to be you," Snapshot huffed as she adjusted the camera without looking at Twilight, "If you're going to make this difficult, I'll just *draw* in your frame, and I warn you - I'm *not* a very good artist."

"Fine, fine," Twilight sighed, then muttered to herself, "Is Flathoof the *only* courteous pony around here? Yeesh..."

Twilight sat in front of the large poster frame that would serve as the backdrop, and waited as Snapshot took the picture. Within a few moments, she provided Twilight Sparkle with a tiny card that had her picture and her physical information on it. She sighed when she saw the picture - she was half-blinking in the middle of the shot, making her look positively *out of it*. She didn't take much effort in guessing Snapshot had done it on purpose. *Wonderful*. Now her ID picture made her look like some sort of drunk they just pulled off the street.

The others got through their forms as well, and now everypony had their ID cards and were ready to be properly indoctrinated to life here in New Pandemonium City...at least as long as it took for them to find a way to get back home. They all felt a little anxious about that fact - thus far, they hadn't seen anything that could be of any help, and other than Flathoof they didn't have a single pony they felt they could ask...and he didn't seem the type to believe their admittedly fanciful *full* story. They could all still hardly believe it themselves.

"Well girls...we may as well make the most of this, at least for now, right?" Twilight sighed, "Still...I wonder where that portal even came from, what it was doing there, and why there wasn't a portal to go back through on this end? It looked like somepony managed to seal the one in this world...but who could have that kind of power, if I couldn't do it?"

"Hmph, if ya'll ask me, we'd best just be glad nopony got hurt," Applejack nodded, "But yer right, Twi, we may as well try and get used to bein' here, at least fer now. I just hope everything's okay back at home..."

Twilight sighed, "Yeah...I'm worried about Spike. He knew we were leaving and all, but I don't think he could have anticipated all of *this*...I know I sure didn't."

"Come on, girls, this is no time to get discouraged," grinned Rarity reassuringly as they followed Flathoof to the Salvation Bin, "We might be in a bind, but at least we're all still together. I know I'm worried about Sweetie Belle...but there's not much we can do about it here, is there? Worrying about it won't get us any *closer* to solving the problem - we should just have *faith* that things back home will work out. Right?"

"Right!" Pinkie Pie chipped in, "When we find a new place to live, I'm gonna throw us a *huge* house-warming party! I'm gonna need streamers, and balloons, and cake and ice cream and soda pop and candy and cookies and cupcakes, maybe some music and banners, and-"

Rainbow Dash sighed, "There she goes again. Even when we're stuck in a jam like this, the first thing on her mind is her next party. Typical Pinkie Pie..."

"Aww, don't complain now, Dashie! You *love* my parties!" Pinkie giggled, "More than anypony, I bet! And anyway, the last party I threw was *two weeks ago*, that's like a new record for me! I gotta have another party soon, or I might just explode - maybe twice! And with this whole new world to explore, I want to get started off on the right hoof. Ooh ooh, I bet Mister Flathoof would *love* my parties too! Hey Mister Flathoof-"

"*Officer* Flathoof, if you're going to insist on adding a title," Flathoof huffed.

"Okay, Officer Flathoof!" Pinkie Pie breathed deep, "♪ *Ohhhhhhhh*

You are our newest bestest friend and that is just so great!

*You're invited to a **party** where the fun will be first-rate!*

You'll get to spend some time with us and share our company!

And maybe when we're done you'll find we are the best ponies!♪"

Flathoof stared blankly for a good several moments, then turned to Applejack, "Does she do that often?"

Applejack smirked, "Oh...you'll get used to it. Trust me..."

He sighed, "What have I gotten myself into...?"

A disgruntled mint green unicorn grumbled and muttered and complained as she rounded her way up the flight of stairs leading to her apartment. She hated being on the top floor. She hated the climb (there wasn't an elevator), she hated being so close to the smoggy, dirty air (her window frame was broken and let in enough outside air to make it noticeable), and most of all she hated the city in general (it was a cesspool). But this was where her job tended to be most important, and so this was where she had to live, as disagreeable as that was. Her apartment complex wasn't particularly well-kept, but it was cheap - really cheap - which was good since her job didn't have much in the way of monetary compensation - her superiors ensured she'd have a place to live and plenty of food to eat, but she had next-to-no spending money for free time whatsoever - not that she ever had much of that anyway. She wondered if the others had this kind of difficulty with their sectors?

Hastily opening her apartment door with a slightly rusty set of keys, she took a deep breath to clam herself after the climb, regretting it as she got a mouthful of filthy, smoggy New Pandemonium nighttime air. Shaking what felt like dust and cobwebs - they had a habit of clinging to her on the climb up - out of her very long, shiny, sky blue mane and tail, she dropped her keys on the nearby table. With a cough, she went to her kitchen and prepared herself a snack - just some sliced apples, nothing too fancy - then headed for the den to take a load off. It had been a hard day's work - fifteen

cases today, and then some group of nude tourists had nearly made her late for finishing the last one, which could have been *pretty bad*. But there was nothing she enjoyed more than relaxing on her sofa, snacking on an apple, and watching the latest gossip on the television. It was calming, and living in a city like New Pandemonium meant she needed all the calm she could get.

It was in the den that she noticed it - the neon green-glow coming from her antique grandfather clock. Hastily putting her apples down on the dinner table, she fumbled in the pocket of her sweater vest until she pulled out a stopwatch, and after clicking it the grandfather clock stopped glowing and opened wide, letting in a fresh breeze of sterile air with a hint of minty freshness. She'd be glad to get inside and breathe that fresh air in, a welcome change from her usual breaths of smoky, smoggy goodness. Chancing a look around her, despite knowing nopony was in the apartment with her, she entered the grandfather clock without a second thought.

It was *much* bigger on the inside - almost as big as the den she'd just left from, in fact. Filled with all sorts of gadgets, tools, monitors, levers, knobs, and other assorted technological wonders, it seemed as if she'd entered a completely different world; wherever it was, it clearly wasn't directly attached to the world she'd just left - if it were, she knew she'd be standing in her neighbor's bathroom right this moment, probably in the bathtub or worse, the toilet. One of the monitors in particular drew her attention, this one glowing a bright red as opposed to the soothing greens and blues everything else was. She trotted over to it, clicked a few buttons, and adjusted the screen's focus so that she could make out the image of whoever was on the other end. On the screen a familiar face appeared - a light brown stallion with spiky dark brown hair, with a golden hourglass cutie mark. She hadn't seen *him* in a while, and for a fleeting moment she chanced a thought of happier times. But this was neither here nor there for *those* thoughts.

"Oh, thank goodness," sighed the brown stallion, "I thought you'd never answer! Bleedin' portal storms...how are you holding up over there, eh?"

"Whooves?" the unicorn mare blinked, "Well this is unexpected. You're on my emergency channel - is something wrong?"

"Well that's just it," Doctor Whooves sighed, "I mean, there *shouldn't* be anything wrong, but here I am contacting you because I fear that my last case had a bit of an *error* somewhere, and I can't figure out what exactly went awry. I had a pretty standard tear here, and according to all my readings it started out pretty small, nothing special, nothing out of the ordinary, totally normal and dull and typical. *Unfortunately* it appeared a little too close to civilization it would seem - I usually don't have that kind of trouble, since societies are spread out so wide in this dimension - so I think that's where the trouble started. The locals don't usually see the tears before I get to them...but I got distracted by that bleedin' mailpony and...nevermind. Anyway, *somepony* did something to it - I don't know if they tried to absorb the magical energies like some madpony wizard or something, or if they were just throwing spells at it like a schoolfilly playing with a new toy, or if the fool was actually trying to *seal* it without the proper equipment. Whatever the case is, six ponies got warped from my world, to yours."

"Doesn't sound too problematic..." the unicorn raised an eyebrow, "We have this kind of thing happen often enough that it's practically routine. Find a portal, just a little click," and she mimed clicking her stopwatch, "Wind it up, send 'em home. Done. What's the big problem? You're acting like this is serious."

"That's just it, I can't explain it!" Whooves stammered, "These past few hours, I've been getting some *bizarre* readings from *all over* my end. I can't tell, but a lot of them are similar enough to Chaos magic signatures that for now I'm going to make the assumption that they are. Now I don't know what exactly the connection is, but something tells me that this is a result of at least one of the ponies that got transferred to your realm. I need you to find them and let me know who they are, so I can try and figure out if any of them are of importance enough that it would cause *this*. Luckily all the readings are pretty small right now, and I'm hoping that it's just an errant glitch from sealing a portal with that much energy, but...well, I have to prepare for the worst, you understand."

"Righto then, sounds simple enough. I probably won't be able to send them home for a while though, that portal storm just got finished passing through, I already finished sealing everything up. I'm not expecting any more tears for at least another...month, perhaps? That won't be a problem will it? You *are* making this sound awfully urgent."

"Hopefully not, but we'll worry about that later, after we find out who they are. While we may not be able to *open* portals ourselves, I might know of some methods to accomplish that sort of task," Doctor Whooves said sternly, "Hopefully this is just a minor glitch and we can fix it and be back to our merry little usual business, eh? I'll send you my dimensional data so you can track them. Thanks again, Tick Tock. Always a pleasure."

"Not at all, Whooves. Always good talking to you, too." Tick Tock smiled.

The image of Doctor Whooves on the other end of the monitor pushed several buttons, and a sound behind Tick Tock signaled that the information he was sending was being transferred over to her database. With a wave farewell, she grabbed the stopwatch again and tapped it to the central core, copying the data over to her portable device. It glowed a dull green with a single dot near the center, with a line making circles around it - if she got close enough to the signatures she was supposed to be locating, they'd appear as little dots on the screen, allowing her to determine their position. Her locator in hoof, Tick Tock adjusted her bow-tie and began the arduous decent back down the stairs to the city streets.

Miles above Pandemonium City, one would be able to see far, far out into the distance, and perhaps with a keen eye they could chance a glimmer of the most *interesting* place in all of Equestria. A place where one could watch as lightning danced for an eternity, where fire would smolder yet never burn out: The Belt of Tranquility.

Stretching precisely along the equator of the world of Equestria, this massive dividing line served as the point where the powers of Harmony and Discord in this world collided and kept one another at bay. The Belt sat smack dab in the center of the Great Sea, a massive ocean that separated Equestria into two even halves. The fields of magic that made up the powers of Harmony and Discord clashed here, flowing forth from their lands like auroras of pure energy. The intense amount of magical power caused the seas and skies along the entire equator to churn and bubble and thrash about, and the magical energies themselves created a powerful *wall* of

magic far beyond mortal comprehension. It was a rather *fitting* name...from a certain point of view.

The northern half of Equestria was covered in latent Chaos magicks, generated from the massive Beacon that sat atop the highest skyscraper in the grand city of New Pandemonium. The energy field darkened the sky unnaturally, turning it murky colors that churned and raged in the heavens like so much anger and hatred that simply looking at the sky for too long could drive one into a fury. The air was colored a murky orange, mostly, but tinges of black and brown and red and purple melted in throughout; it was hard to see this effect from inside the city proper - the glow of the city lights and the thick smoggy air coated the city in a shroud that could easily block out the light of the sun and moon, were they even to make an appearance in the burning skies above that seemed to block *those* energies out entirely. This powerful magic served to taint the very land beneath it, and it was this same magic that made the entire northern continent into a barren wasteland, with only New Pandemonium City standing as a beacon of ironic hope. There was no life there, at least none that any sane pony would ever care to meet...

The southern half, on the other hand, was a bright and colorful place covered in the most potent Law Magicks that could be found anywhere in Equestria. The air was always crisp and clear, the sun and the moon passed through the sky with no interference, and the land beneath it followed suit; in the southern lands, plants could grow and life could flourish, and ponies of all walks of life could make their homes here without a care about their well-being and safety. Utopia - the largest city in this shining land of fortune and happiness - also had a Beacon, and it was this device that, like its counterpart in New Pandemonium, kept the forces of the other side at bay, always keeping the two forces of Harmony and Discord in a perfect balance.

Until today. Today, something was *amiss* at the Belt of Tranquility.

A consciousness floated tenuously in the rift between dreaming and reality, poised near the points where the magical energies were at their fiercest. The entity used its own magic to reach through the dream-state and examine the Belt of Tranquility's border. Even from a great distance it could feel as if something here was out of place, but without examining it for itself, it would not be able to discern what it was sensing. Now, here, up close...it could see. And it did not like what the implications were.

The Belt of Tranquility was very slowly moving, even expanding - the balance between Harmony and Discord was beginning to shift, and Harmony was *somehow* the one doing the pushing. This would not do. This would not do *at all*. The entity willed itself to fully enter the state of dreaming, and here it could contact the one pony that would see to it that this dilemma was solved.

Silvertongue looked out the window of his private study, out into the cityscape of New Pandemonium far, far below. Here in the highest reaches of Pandora - Pandemonium's tallest skyscraper - he could see the entire skyline of the city, for even here the sky above was coated with thick smog and dirty smoke. Stretching high above the tower was a powerful beam of sickly orange energy that shot straight into the sky, where it then spread across the land - this was where the Beacon was located, and this was where Discord was at its strongest. This was where Silvertongue watched over *his* city. From here, this is where *he* ruled, and this was where he could have some peace of mind.

The study was elegant and richly decorated. The banner of Pandemonium - a flaming red sword thrust through a shining golden disk - decorated the far wall, and a portrait of himself was posted with esteem on the near one, just above the mantelpiece. Upon the table in the corner, his record player - an antique from times long forgotten - played his favorite ballad. It was an old opera, spoken in a language that he knew nopony in Pandemonium could understand or ever hope to speak. And it was beautiful...and it was sad. He played it because it brought him calm, it brought him piece of mind. Being the ruler of the very epicenter of Chaos itself made any private time he had all the more important.

The city itself was essentially the capitol of Discord's might. Here was where the powers of Chaos were at their strongest, and while not every single citizen in the city was an avid follower of his ideals, he knew he had enough corruption and easily-overlooked "laws" in place to make chaos a typical day-to-day activity. Nothing made sense in this city. He'd designed it that way. And all the while, all the citizens had this grand illusion that the chaos of the city was *still* a better life, a better existence, than the complacent, high-cost, constrictive, *exclusive* society of Utopia's gleaming

spires and gold-paved roads. The people of Pandemonium weren't good enough for Utopia. Utopia was much too strict and much too expensive for them. That was what they all believed. The unwashed masses were easy to deceive. Easy to exploit.

The record finished and Silvertongue tore himself from the window and from his inner thoughts. His horn - *slightly* longer than most unicorns - glowed a grim red as he lifted the record from its place and returned it to its sleeve, where it would be put back into storage until he wished for it again. Turning back to the window, his horn glowed again and flicked a number of switches alongside it; the window darkened and turned black, then became a perfectly reflective surface, bouncing the image of the room back at him. He carefully gauged himself in the reflection - his pristine silver coat was as radiant and pure as ever; not a single bright golden hair in his impeccably-styled mane was out of place; his monocle was spotless enough that it enhanced the luster of his sea-blue eye; his fanciest dress uniform was immaculate and covered him from neck to flank - the shiny black leather polished and gleaming in the single light of the room, the blood red trim glistening like freshly-picked apples or cherries, or more appropriately, freshly-spilt *blood*. His appearance was *absolutely* perfect. It had to be.

Discordia's prized Warden wouldn't allow otherwise in her presence.

"You were expecting me..."

Silvertongue did not turn to face the source of the voice - that of Discordia, the Goddess of Chaos. There would be no point - it spoke directly into his mind. In the mirrored image on the wall, he could see the voice's form perfectly well, a form beyond description. In all things Silvertongue knew, he knew this - Alicorns were the most exquisite creatures in existence, blessed with such beauty and incredible power that in this world, they were not capable of mortal form; it could not contain their beauty, their elegance, their *raw power*. Physical beauty, even of the absolute highest caliber, was not even worth the slightest fraction of what Alicorns appeared like to one's mind's eye. It had taken him a lifetime of seeing them for himself, and even still he found it difficult not to break down in tears.

"I am always expecting you, milady," Silvertongue bowed, even though his was the only physical body in the room, "It would be of no

benefit to me to be in any less than flawless physical condition, lest you visit me in dire straits and become dissatisfied with my dedication."

"Well spoken, my Warden," the voice cooed. Silvertongue shuddered at the way her voice touched the deepest recesses of his mind, and at how *right* it felt. It would be alarming were he not used to it, "I come to you with urgent news this evening. *Troubling* news."

Silvertongue's curiosity showed on his face for the fleetest minuscule of a second, and he briefly touched upon a thought of concern that his intrigue would be mistaken for worry.

"The balance between Harmony and Discord...it is waning..."

He raised an eyebrow, "Waning? Impossible...Harmonia would never indulge herself in such an action. It goes against her very nature."

"I have seen it first-hand, my Warden," the voice said bitterly, "Do you not trust my claims?"

Silvertongue smirked at the spark that flared through his mind. She *loved* to tease his devotion, "It would be folly of me to trust you unquestioningly, milady. Deception comes as naturally to you as fish take to water and birds to the sky. But I digress...I did not mean to sound as though I doubted you. I merely state the obvious - Harmonia is not to blame here. I am accustomed to as much, knowing *far* too well that she would never threaten the balance on her own whim."

The voice's icy calm filled his being and chilled him to the bone in a soft, almost *gentle* manner, "That is a valid observation. If not Harmonia...then what is causing this imbalance, my Warden? I would have you investigate the matter. You are most efficient in these matters..."

"Investigate, milady?" he inquired, "I cannot fathom a guess as to where to begin. I do not have the resources to gather information from Utopia in such a timely manner as you seem to require. That would, perhaps, take months to accomplish, assuming the *best* conditions."

"Perhaps not...but perhaps you don't need to..." the voice cooed, "Has anything...suspicious occurred in *your* city lately, my Warden? I could feel many disturbances in the magicks of the Void this day. They did not linger long; I suspect there is an *infernal* Chronomancer nearby. A shame,

wasting all of that...*delicious* Void energy..." and her voice became sultry and hungry at the words. The feeling was both terrifying and enticing all at once, and made Silvertongue's skin crawl and heart melt.

"Yes...I'll admit that I do recall mention of an event like that. A moment, milady," Silvertongue nodded. He strode over to his intercom system and tapped one of the buttons, "Shroud!"

"Yes, milord?" came a mare's voice over the intercom.

"I need a report, Shroud. Of all suspicious activity that may have occurred in the city in the last...say...twelve hours."

"Of course, milord, I'll have them on your desk in-"

"Now, Shroud," growled Silvertongue into the mic, impatient and not wanting to appear even *mildly* meek in the all-seeing eyes of his mistress, "I want that report *immediately*."

He could hear the nervous gulp on the other end, like that of a young foal facing death, "O-of course sir, my apologies sir. Um...let's see..." a shuffle of papers and clicks of buttons on the other end, "Um...there were numerous sightings of strange energy spheres around the city, but they all disappeared soon after being spotted. Police suspect-"

"Yes, yes, a Chronomancer, I'm already well aware of *that*, Shroud. Anything else? Perhaps something I wouldn't find on the *news*?" he hissed with a great deal of venom in his tone.

"Oh...um...let's see, ah, here's one from the NPPD and NPRD Census Bureau. Apparently they registered six new taxpayers from Utopia today, and Police Chief Smokestack put in for his pay-raise application rather suddenly. The committee thinks-"

"I'm not concerned with what the committee thinks!" he spat into the intercom. He *hated* the committee, their jobs were so meaningless and contradictory to everything the city's mere existence stood for, but he needed them for ensuring that all of his day-to-day ruling was taken care of - he was much too busy tending to the Beacon's energies to deal with his dreadfully hassling 'day job'. And when they made *mistakes* and he saw a little too much *order* return to his capital? Well...that rarely ever happened anymore, he made *sure* of that. Silvertongue hummed lightly to himself,

then said firmly into the mic, "Deliver that report immediately. That'll be all, Shroud."

"Y-yes sir! Of course sir! If you need anything else, pl-"

The intercom shut off and Silvertongue frowned with impatience. He waited for only but a moment, and then the folder containing what he was looking for teleported in front of him, falling neatly onto his desk. He flipped through the pages of the report quickly, his face contorted in cemented concentration, as he probed the pieces of this particularly peculiar puzzle.

"Something amiss, my Warden?" the voice cooed again.

"I am not accustomed to getting many new citizens *from* Utopia," Silvertongue said simply, almost dismissively in his complete lack of empathy towards Utopia and its people, "So very few ever depart from there by choice, and the lengths one would go to avoid forced migration..."

"I can think of one exception..." the voice teased menacingly.

"Only *one* exception, milady," Silvertongue replied shortly, "It is *most* suspicious that *six* new visitors from *Utopia* would arrive today, and all at the same time and even in the same place. The committee - the small-minded fools that they are - believe the story a fabrication, and that these six are in actuality *refugees* from the Wastelands; a minor detail in this report about them being apprehended on charges of...Public Indecency? I'd almost forgotten we even *had* that law. Ah, *and* lack of Identification...hmmm. They're more concerned with the Chief of Police taking a rather large *cut* of the allotment of funds these new citizens will generate," Silvertongue thought for a moment before responding in a mixed tone of inquisitive confidence, "These...*fluctuations* milady...you posit the belief that a *Chronomancer* was involved in sealing them?"

"That I did, my Warden. Do you see some...*connection* here?"

"Then perhaps these new citizens *aren't* from Utopia...aren't even our *own world*..." he added with a smug grin, "Quite a coincidence, is it not? For there to be multiple Void distortions on this precise day, *and* for six new ponies to appear with no knowledge of our customs, claiming to be from across the sea?"

The voice stayed silent for a moment, "My Warden...uncover more about these creatures you have found. I await a *swift* response."

"As always, milady..." he bowed. He felt the voice's essence leave his mind, and at last felt at ease again. While Discordia's essence was in his mind, he found it awfully difficult to avoid having his entire series of thoughts laid bare for her to peruse like a book. Even after all these years he found it...discomforting. Pushing the button on his intercom again, "Shroud."

"Y-yes, milord?"

"Summon Shadowstep for me, if you would?"

"O-of course sir, I'll notify him right away."

He flicked his horn and darkened the room, then patiently waited for a moment; sensing a presence with him, a physical one at that, he flicked his horn again to once more illuminate his chambers. Sitting in a chair that had been empty before was a lithe pegasus stallion wearing a near-completely black uniform - it had a deep purple gradient as it approached his head, and a dark blue trim around his eyes - that covered him from face to tail, hiding most of any sort of identity that could possibly be discerned; all that *could* be seen were his bright yet heartless green eyes, the slightest bits of a pale blue coat, and his short and tidy midnight blue mane and tail that stuck out through slips in the fabric. Silvertongue did not bother himself with the effort of turning to face the new guest - he could sense his presence just fine, and see him clearly in the reflection on the window screen.

"Punctual as always, Shadowstep."

"Of course, milord," the pegasus nodded, "You have a job for me, yeah? What is it? Ooh, is it poisoning the drink of some stallion on the committee again? I do so *love* assassinations. *Please* tell me it's an assassination," he could barely contain the glee in his voice at the thought of *murdering* some poor pony on the committee that had stepped out of line and questioned one of Lord Silvertongue's decisions. It was a rare occurrence, what with most ponies knowing that anypony that disagreed with Silvertongue usually ended up missing, but it was so satisfying to carry out those kinds of assignments.

"Not this time, my dear boy. No, this is one occasion where I can't imagine any *violence* will be necessary," Silvertongue smirked, taking some mild pleasure in the dejected look on his mercenary's face. Crushing ones hopes and dreams, if only temporary ones, was so satisfying, "There, on the desk - that portfolio holds your initial targets."

Shadowstep pawed at the folder and opened it warily. Inside were the identification pictures and file information on six newly registered ponies from *Ponyville*, Utopia. Shadowstep had been to Utopia on numerous occasions - dreadfully boring place, nothing like Pandemonium - but had never heard of anyplace called *Ponyville* which to him sounded like the most ridiculous name he'd ever heard. Their names seemed normal enough, and they certainly *looked* normal enough, even if some of their ID pictures were somewhat odd: The purple unicorn looked like she'd just been hitting the sauce just before her picture was taken; the orange earth pony's mouth hung open and made her look somewhat brain-dead. Why these two of the group and been singled out for what looked like the photographer's petty revenge was a mystery to him. He felt it was odd that he was being given such a *mundane* assignment though - they didn't *look* very significant.

"Milord? This is it? What's so important about *them*? They don't even look like anypony'd miss 'em if they were to suddenly...*disappear*..."

"That's not really any of your concern, Shadowstep," Silvertongue hissed, "But it *is* what you're going to find out. Find them. Follow them. See if they do or mention anything suspicious. If you happen to notice a *Chronomancer* tailing them around...follow *them* instead. And if at all possible, ensure they won't *interfere* with any further plans. If you follow my meaning..."

Shadowstep's eyes brightened, "Ooh, a Chronomancer eh? I didn't even know there was one *in* Pandemonium. Seems like more of a Utopian gig if you ask me, right? Keepin' order and all that? "

Silvertongue grunted in agitated impatience, "Regardless, that's your mission. You have your orders - carry them out. And please, Shadowstep...try to keep a low profile..."

"Aye, sir," Shadowstep sighed dejectedly.

Silvertongue flicked the lights off and on again once more, and in the brief manner of seconds that the lights flickered, Shadowstep was gone. If there was one pony good - no, perhaps *perfect* - at his job, as long as that job was sneaking around through the darkness and being just an out-and-out spy or assassin, then Silvertongue knew no pony more qualified than Shadowstep was and no pony more loyal to his cause. It was always handy, having a murdering sociopath at your beck and call, when you needed some pesky, snoopy reporter or disagreeable committee member or passionate, outspoken rabble-rouser preaching hope and love and peace to just...*vanish*. Alone at last and not expecting anymore company anytime soon, Silvertongue replaced his record on the player and started it over again. Eyeing the contents of the folder once more, he stared thoughtfully at the pictures of six ponies that he was absolutely certain were going to be very interesting...

Chapter Three

Investigation

The Mid-South District had probably the best conditions out of all of the Mid Districts in Pandemonium City. It wasn't as nice or as fancy as the Inner Districts, but it wasn't anywhere near as bad as the slum-like conditions of three of the four Outer Districts. It lacked the gleaming skyscrapers that one could see towering over the rest of the city - those were what made up the Inner Districts. High-rise lofts and penthouses, high-class office buildings and corporation headquarters, the homes of the rich and famous, and where most of the ponies that worked for the government lived to avoid mingling with the 'common rabble' that made up the Mid Districts. Central Plaza, the busiest sub-sector in Mid-South, was as close to those kind of conditions one could hope for. It was *very* expensive to live here, even though it was still ridiculously cheap compared to Utopian prices and still much cheaper than trying to make it in the Inner Districts.

What made it so expensive was that all - not some, *all* - of the most important necessities had their headquarters, their best-equipped centers, or even their only locations, in this sub-sector. The New Pandemonium Police Department's Central Station was here, as was the main Building for New Pandemonium Registrations and Documentations. There was also the Central Database Holdings, which at Flathoof's description sounded an awful lot like a library to Twilight Sparkle. New Pandemonium Medical had its largest Clinic - Central General - here, and the same could be said for General Goods and Groceries and the New Pandemonium Fire Brigade. All of them conveniently within relative walking distance to anypony that happened to live in any of the four domestic complexes that made up the borders of Central Plaza.

If you didn't live in Central Plaza? Well...good luck to you. Besides the horrendous travel time to get to the best medical treatment in the city (Inner District excluded) or the city's only official library, the police and fire brigade response time was simply atrocious. Flathoof explained that on average, it took about fifteen minutes or less to respond to a call from within the Central Plaza itself - considering the sub-sector was a few miles

square, this was a typical if slightly *slow* expectation. If you lived elsewhere in Mid-South, anywhere between thirty and fifty minutes could be expected even in a severe emergency, perhaps sixty minutes if you lived near the Divider Walls. If you lived in either Mid-East or Mid-West, the NPPD's record time for responding to an emergency call was *ninety minutes*, and they'd been known to take twice that long. Mid-North? Two hours, minimum. Entire neighborhoods had burned down in the past because of similar pathetically slow response times from the NPFB. Luckily, NPM did not have the same problem - their only issue was whether the Clinic in *your* sub-sector had the equipment or experienced personnel that you needed to handle whatever your health issue was; otherwise, you had to make the trip to NPM Central General. For that, you'd have to take the time the NPPD or NPFB would take to get to you, and *double it*.

Flathoof remembered well, when he'd been just a rookie, getting to the scene of a riot nearly thirty minutes after it had *ended* and some twenty ponies had to be hospitalized, and because of the seriousness of their conditions, they had to go all the way *back* to Central Plaza. Several of them didn't make it and died en route. It was an event that completely changed his outlook on the way the city worked, or rather how it *didn't*. It made him rethink the way *he* would need to work to try and change that.

"The more I go over it in my head," Flathoof admitted dejectedly, "The more I realize that the system just doesn't function right at all. It baffles me to no end, almost like the city doesn't *want* to be organized. I can't tell you how many times I've submitted petitions and suggestions and applications to get things fixed up a little bit, and never got a response..."

"Why don't they have any smaller stations in the other districts?" Twilight Sparkle asked, "Surely that would help, wouldn't it?"

"They *do* have other stations," Flathoof sighed, "But they're so understaffed and overworked that we often respond to more calls from their districts than *they* do. I've considered transferring to another station, but that wouldn't do any good in the end - then I'd be just as overworked as they are and wouldn't be able to contribute enough to make much difference; yeah, I know, every little bit counts, but I'm nearly the only officer in *this* District that seems to have any sort of real moral code. I can't just up and leave that...not without a really good reason."

“How ‘bout that other officer that helped us with all that there paperwork. Y’all seemed to trust *her*,” Applejack asked, still slightly miffed as she looked at her ID photo. How that pony had been able to take the picture at *just* the precise moment needed to make Applejack look like a country bumpkin without half a brain in her head still boggled her.

“Snapshot? She’s a good mare,” Flathoof nodded with a smile at the ‘are you kidding?’ face Twilight and Applejack were giving him, “A bit testy, I’ll admit, but she means well, and she’s reliable and trustworthy. That’s why I went to her instead of going to the other clerks, or worse, the NPRD. It would’ve taken *days* to get through all the forms and roundabout nonsense they’d put you through. I typically try to avoid working the system to my advantage, but well...you six needed help, and she knows all the loopholes to go through in order to ensure your files get registered by *tonight*.”

“Is there a reason for the rush?” Twilight asked.

Flathoof gave a concerned frown, “If you all didn’t have a place to live and such by the end of the day, with no official documents? Well, NPPD policy is to escort you to the Outer Districts and set you loose there until your documents clear. When that happens we’d go looking for you for *maybe* a few hours, and if we can’t find you, you’re presumed dead or missing. Most of the time the assumption turns out true...”

“Good heavens, you’d just *abandon* ponies looking to become citizens here? *Atrocious!*” Rarity huffed with disgust, “How does your department live with themselves? And you *work* for ponies like that?”

Flathoof winced slightly at her sting, “Look, I don’t make the rules and I certainly don’t like a lot of them. If I had the ability to ensure that everypony that didn’t get their affairs in order quickly enough was still taken care of, believe me, I would. But I only work out here in *this* District, I don’t work at the Gate District, which is where most of that takes place. I don’t have any authority there either, only the knowledge of what goes on. It’s rare for anypony to end up in a situation similar to yours...I’m still confused how you managed to get all the way into the *Mid*-Districts looking like you did, without anypony noticing you.

"Only in the Inner Districts," he continued, "Does anypony really care what happens to one another, and that's because they have the money to afford the luxury of that; even then, from what I've seen of the upper crust *personally*, I think it's all for show and social bravado. It's frustrating...being one of the few who has genuine concern..." and Flathoof sighed with a great deal of dejection, "At any rate, enough of that for now. I don't want to bore you all with my troubles - we're here."

Flathoof gestured to the *massive* domestic complex that would hold their new home - the Southeast Point. One hundred stories tall and covering the entire city block, the six mares accompanying him looked up in awe at the sheer size of it; they'd all thought it was *other buildings* they'd been walking alongside for the past minute, not *part* of one. As he explained it, it was basically like a large collection of small houses all stacked together and then on top of each other, and they were even more amazed to find that nearly every single little home in that complex could and usually would house anywhere between one and eight ponies each; nothing big or fancy, usually just a bedroom, a restroom, and a small den and kitchen. Considering the size of the place, Twilight calculated quickly in her head that this building - already at least as big as Princess Celestia's Palace, even if organized differently - likely housed as many ponies as the entire city of Canterlot, if not more; if this was just *one* building...how big was the *rest* of the city? The sheer magnitude of such a population, far greater than they'd first predicted from walking the streets of what had turned out to be the *outskirts* of this large sub-sector, made their heads spin.

This city...did it *really* hold that many ponies? If it did...well, Twilight gulped in a nervous awe at the prospect of such a number. More ponies living in this one city than lived in *all* of their own Equestria?

Impossible.

The Southeast Point - so named because it marked the southeastern corner of the border that surrounded the Central Plaza - was a large, ordinary building colored a dull, dirty brown with traces of oranges and grays, and little dull blue awnings that hung over particular windows - likely those of some importance - and matched the larger one that was over the entrance. While it certainly looked habitable it didn't look like it was in the greatest shape; this building had seen better days, but those had to be at least a few dozen years back. As Flathoof put it, if it was "good enough" for the city departments, that was all the work they'd put into it. No sense in

wasting resources to make someplace look pretty when all the ponies that lived there wouldn't know fancy if it bit them in the flank.

The large double doors that led into the building were a slightly-stained green tint, so it wasn't until they entered that they could see just the kind of place they'd be living. Twilight frowned as she quickly tried to readjust her calculations - if the rest of the floors were organized anything like the lobby, then perhaps more ponies lived here than initially thought. It was packed tight, and there was barely enough breathing room for everypony in the group as they walked down the main corridor besides tiny crowds of other ponies coming and going from the building. Some were leaving for work, other for dinner time, and some were likely coming home from one of those two. Flathoof directed them to follow him single-file, and at his guidance it didn't take long to locate the management office. At the reception counter sat an aged earth pony mare, creamy brown in color with graying mane and tail and a gaudy forest green pearl necklace that clashed horribly with her otherwise sea green blouse. Her large, horn-rimmed glasses reminded Rarity of her own pair back home.

"Can I help you?" she asked in a disinterested tone, eyeing the newcomers with mild aversion. The six mares looked like they'd just picked their clothes out of a bin and walked out the door, not much style or grace at all. They seemed all fitting enough but none of them looked *particularly* fashionable - the white one, perhaps, but that was probably neither here nor there. Not that she was much in touch with modern fashion - maybe this is what the younger crowd wore these days?

The orange one wore some sort of cowpony hat and a plaid, brick red work shirt, making her look like she'd just wandered off the set of some western they were filming out in the Wastelands, or that she worked on one of those 'farms' they had down south in Utopia. It was certainly dirty enough that she looked like she'd been working in it. Why in Equestria she'd be wearing an outfit like that when neither of those things were anything New Pandemonium had the time or place for, that was a different story. Maybe some kind of fetish?

The blue one had picked out what looked like a flight jacket - she must've thought pretty highly of herself and her flying ability to wear an outfit that just screamed, "Hey, I'm such a good flier I'm going to advertise myself!" just by the implication of wearing it. Clearly it hadn't originally been

hers either, perhaps a hand-me-down or something borrowed or stolen - it was a little too big for her and the sleeves nearly dragged along the floor as she stood there, let alone if she suddenly decided to start walking. For goodness' sake she was even wearing little goggles with brown leather frames and slightly cracked and dirty blue glass. Did she even wear them, or were they just something that 'went with' the jacket?

The purple one...was she wearing a *cape* and a *sequined vest*? What did she think she was, some kind of stage performer? Magicians' acts were probably the least popular theater shows these last few seasons. The cape wasn't even fancy or decorated, just a dull blue like the vest was, and it was much too short and like the blue one's jacket probably did not originally belong to her either. Perhaps she was merely a former assistant to one of those magicians long ago, and now that she was grown she was deciding to follow that path?

The white one had picked out a frilly, pale pink dress and a lilac ribbon that at least made her look the most well-dressed in the bunch, possibly even elegant had the material been made out of something nicer. It *almost* looked like she'd used that unicorn magic of hers to put the outfit together from bits and pieces of other outfits. The minor clash of style was apparent enough with some examining - the bows and ribbons were neatly tied in a fancy manner not at all befitting the state the dress was in - it was clean, sure, but not exactly like it'd just been washed.

And the yellow one, she looked not at all keen on being here - or out of the house at all, for that matter, and how could you blame her when she was wearing the much-too-attractive baby-blue blouse and skirt? Attractive was probably the wrong word here actually - certainly it would attract attention, but not the kind that that word was usually suited to describe. Perhaps...ah...*promiscuous* would be a better term? That skirt was *much* too short - the girl's Cutie Mark was peeking out almost completely. It was odd, considering she did not seem to like the attention she was getting from the numerous stallions in the room, or the occasional mare here and there.

But the pink one was the most...unique. That was the word. *Unique*. She looked like she'd literally just set a box on the floor labeled "Clothes", filled it with random articles of clothing, leapt in, and wore whatever she came out with. That green propeller cap did not mesh with that black leather jacket with the collar popped much too high, which did not work

together with the bright, gaudy yellow t-shirt she wore underneath that had printed on it the logo from a children's program she probably didn't even watch. Or worse, actually *did* watch - imagine the prospect of a grown mare like that watching a show meant for little foals. Was she wearing *roller skates* too? Why? How did those help complete her ensemble in any possible way? Why, all she needed now was a set of glasses with a false nose and mustache, maybe a noisemaker too, and she'd look like she was straight out of some zany cartoon where up was down and black was white.

Perhaps she'd forgotten *those* at home?

"Yes, I phoned earlier to see about speaking with Mr. Lockwood." Flathoof said sternly.

"I am assuming you are Officer Flathoof then? He's just finishing up a meeting with an associate and should be done in a few minutes. He asked me to tell you he regrets any inconvenience caused by making you wait. You all can wait in the reception area until he gets here. Thank you..."

"Much obliged ma'am," Flathoof nodded, ignoring her curt attitude, "Come along, ladies."

"So, this Lockwood fellow," Rarity asked, "You mentioned him earlier as Officer Snapshot was filling out that domicile form. An owner of this establishment perhaps? Is he a friend of yours?"

"We go back a ways, yes," Flathoof nodded, "Went to school together a long time ago. Anytime I've ever needed a favor, he's been the pony I went to see first. I don't know how much help he can give me here, but if he can't do anything directly he'll at least know somepony who can. Hopefully. He's usually pretty good about that sort of thing though."

"He sounds decent enough," Twilight smiled, "Any friend of yours can't be too bad, right?"

"Pfh, tell that to Snapshot," Applejack huffed, "I ain't never met a pony with...with such an *attitude* before, but if ol' Flathoof says she's on the level...well, I s'pose we 'pparently owe her some thanks..."

"I just hope he's not all super stuffy and a fuddy-duddy or anything!" Pinkie Pie bounced, "Then we'd have another guest for the party! Ooh!"

Does he like chocolate cake, or vanilla? I prefer strawberry myself, because it's pink and super duper tasty, just like me!"

"I just hope he's...nice..." Fluttershy peeped, "I...I've...had my fill of the *other* kinds of ponies...for more than one day, I think..."

A moment later and a knock came at the reception room door. A pegasus with a rich gray coat walked in, wearing a dull brown rain jacket of a lighter shade than his mud-brown mane and tail. Those were neatly combed and short, making him look tidy and neat. He wasn't particularly well-built, a little on the lanky side actually, but had a good posture and gait that made him look more fit than weak. The one thing - two things, really - they all noticed most were his tender golden eyes, firm yet gentle. He certainly looked kind enough, but that seemed a reasonable expectation for a friend of Flathoof.

"Ah, Lockwood!" Flathoof smiled as he trotted over and greeted his friend with a sturdy hoof-shake, "So glad I was able to get a hold of you. How've you been? I'm sorry I was so hasty on the phone, I was-"

"Yes yes, Flathoof," Lockwood smiled as Flathoof shook his hoof gratefully, "Don't fret over it. I'm always willing to do a favor for a friend, you know that. Now then...these are the six mares you told me about? Utopia, eh? Fancy stuff - I'm surprised they even wanted to come *here* of all places in Equestria. I suppose I should feel honored, heh."

"Yes, these are them," Flathoof nodded, "What kind of options are we looking at here? *Please* tell me you've got some good news for me today."

"Hmm..." Lockwood thoughtfully tapped his hoof to his chin, "Well...you're in luck. We have a few vacancies right now - a few ponies here and there failed to pay their rent...*again*, and there's only so much I can do when other ponies aren't willing to...ah...cooperate. One of our larger rooms should accommodate them, but it wasn't actually designed for six so it might be a little...ah...cozy, but it's all I've got. Now then, the issue of payment. Normally I wouldn't ask right away but, well, I do have obligations to the owners. Gotta treat this completely legit, you understand."

Flathoof coughed, "Ah...well...um...not only are they new in town, but they don't exactly have any bits on them either. I always thought Utopia

used bits too, but maybe I'm mistaken. I was hoping we'd be able to work something out here..."

Lockwood waved a hoof, "Say no more. There are enough loopholes in the city's paperwork and tax code that I can probably work out something to get them their first month rent free, or at the very least until they find work. Does that sound reasonable?"

"Incredibly," nodded Flathoof with a grin, "Right ladies?"

"Oh, most definitely," Twilight smiled, "Thank you for your help, Mister Lockwood."

"Please, just Lockwood will do. I'm only 'Mister' when I'm doing business, and this is a favor for my good friend Flathoof. I always take great pride in helping those I care about, no exception here. Now then, before I show you all to your new abode, let you get adjusted and all that, I believe some introductions are in order. Seeing as I'll be your landlord for the next...well, however long you're here, I feel it'd be good to get to know you all a little better. As has been established, my name is Lockwood," and he bowed, "And you all are...?"

"Of course," Twilight nodded, "I'm Twilight Sparkle, and these are my friends Applejack-"

"Howdy."

"Rarity-"

"Charmed."

"Rainbow Dash-"

"Hey."

"Fluttershy-"

"Um...hello..."

"And-"

“Heeeeyyy, why’d I have to go *last* this time?” Pinkie pouted. Then the pout turned into a huge grin, “Wait, that means I’m the grand finale! Woo!” and she bounced a few times, “Saving the best for last, I *like* your way of thinking, Twilight! Hiya, super-cool new friend! I’m Pinkie Pie! I’m the bestest best party pony this side of the moon, and probably the other side too!”

“A pleasure, all of you,” Lockwood smiled, “Now then, let’s go see your room, shall we?”

They followed Lockwood out of the reception area, Flathoof taking up the rear, and after a short trot down the entry hallway, they entered the main stairwell and began the climb up several flight of steps to their new home.

Several floors later, the ponies were all mostly exhausted and didn’t think they could keep climbing. Stair after stair after stair *after stair*, it seemed to go on forever and ever. The stairs were dusty and musty and not all all pleasant, it was cramped, it was dry, and it was a *long* climb. Their appreciation for a generously given home was slowly beginning to diminish, as much as they all hated to admit those kinds of thoughts. Eventually it got to the point where they could not gold their tongues and *had* to say something.

“Geez, what are we on, the eight-billionth floor?” Rainbow Dash groaned, “I can’t believe we’re probably gonna have to do this *every day*. No wonder all the ponies around here look so fit. Stupid tight stairwell...can’t even fly in here. I don’t need to keep my legs and hooves in shape, I need my *wings*...phooey...”

“Are we there yet?”

“It *is* good exercise,” laughed Lockwood who seemed none the worse for wear, “You’ll get used to it soon enough. I know I sure had to, and I tell you, I used to live on a higher floor than this, in a much bigger complex. At least once you know where your room is, if one of your friends is home you can always just fly up to the window and they can let you in.”

“Are we there yet?”

"Golly, I ain't had this kind of a work out-in ages, not since last Applebuckin' season," Applejack said as she cricked her neck, "I reckon this'll be a mighty fine replacement for buckin' apple trees, at least fer now. Do a lap or two up 'n' down, should be the same as buckin' half o' Sweet Apple Acres. How the rest of y'all holdin' up back there? Heh heh, you not feelin' *tired* now, are ya Rarity?"

"Are we there yet?."

"I hate stairs..." Rarity grumbled, out of breath, "Hate...stairs...I'm going to...take out all the stairs...in my boutique...hate stairs...so many stairs...going to have nightmares about climbing stairs...so many cobwebs...dust...stairs are dirty...*hate* stairs..."

"Are we there yet?"

"Um...phew..." Fluttershy breathed, keeping her response short not out of shyness but desire to conserve breath.

"It's not...so bad," Twilight puffed, "I know I needed the exercise, that's for sure. Maybe not *this* much but Spike was always saying I should get out more. Though...I think I might chalk this up to filling out most of my *weekly* allotted exercise. Phew! I just wish there was better ventilation. Rarity's right, it *is* a bit...dusty..."

"Are we there yet?"

"I wish you'd told me they were this high up, Lockwood," even Flathoof began to complain, "I don't get out as much as I did when I was still a rookie. Haven't had to do this much physical work on-duty in a while. Can't believe I let you talk me into this..."

"Are we there yet?"

"Me?" Lockwood chuckled, "I believe it was *you* who were calling in asking for a favor, my boy. You'd do well to appreciate the work I'm gonna have to so through to make this all turn out smoothly. Don't tell me you're getting droopy back there, Mister 'Toughest Roughest Lawpony in Equestria', heh heh."

“Are we there yet?”

“*PINKIE PIE!*” Rainbow Dash belted, “If you ask *one more time*, I’ll-”

“We’re here!” Lockwood exclaimed (“*Finally!*”) as he held Rainbow Dash in place, easily as glad as everypony else for the fact, “Room Eighty-four Five. Those first two numbers are your floor number - the eighty-fourth - and the second is your room position on the floor - you’re in the five o’clock position, assuming the building entrance is twelve o’clock and the hour hand is pointing at your door.”

“Well that’s a pretty orderly numbering convention,” Twilight observed, “If a bit odd with that last bit. You use a clock face to determine room numbers? Makes it easy to figure out your room if you forget the number I suppose...”

Lockwood chuckled, “If only *all* the rooms were as neatly positioned as yours. I live in Room Sixteen Eighty-four-five. The superintendent lives in Room Zero-Two Six-*Twenty-Eight* - not thirty, not twenty-five, but specifically twenty-eight. No rhyme or reason at all in it. I mean...we almost didn’t even come to agreement on how to decide the twelve o’clock position - somepony wanted the room closest to the stairwell on each floor to be the twelve o’clock room. Can you imagine?”

“...why don’t they just name the rooms by a simple numerical system?” Twilight blinked

“Because nopony could agree on who got to be Room Whatever-whatever One, or if maybe it should be Zero-One since there are more than ten rooms on several of the floors, or if maybe we should start with Zero-Zero - or if we should call *that* Double-Zero - or this or that and something else blah blah blah,” Lockwood sighed, “Nopony seems to take cooperation lightly, I tell you. I asked the same thing when I moved in. Half - no, probably *most* - of the things in this city don’t make a lick of sense, you just gotta grin and bear it, unless you think you’ve got the money to get a flight to Utopia. *And* can afford to live there when you get there...well hang on, aren’t you all *from* Utopia? Why in heaven’s name would you all want to *leave*? I’ve been trying to save up for a trip for ages.”

“My theory is they’re actually refugees from the Wastelands, we just used that Utopia cover story to get through the paperwork,” Flathoof quickly explained, “Didn’t want to have to start filling out criminal backgrounds and medical histories because some clerk thought they’d got some sort of *mutation* out there. They didn’t look dangerous or anything, and they seemed like they needed a good home. I had to help, you understand...”

“Hmm...they look a little too *healthy* to be refugees...” Lockwood said suspiciously, “Ah, no matter. If they are, I’m more than willing to help them get back on their hooves and into a relatively safer environment, and if they’re not, well I suppose they have their reasons for their secrecy. I expect to hear some stories about all the things going on out there, I never traveled much further than the first Checkpoint. Anyway! Ladies, your castle awaits.”

Their new home was...well, Lockwood had called it *cozy*, and said it wasn’t really built for six ponies. That seemed all the more true when they got in - it looked like it was built more for three or four at best. It was a fairly decent-sized apartment if one were to share it with only one more pony, but with four it would likely seem a little cramped; with *six* it made it feel more like a *hovel* than a home...but it was free for now if Lockwood’s claims were accurate, and it was being generously given simply because they happened to meet precisely the right two ponies in the entire city. Luck was a finicky mistress, but sometimes she worked in mysterious ways.

“Ech...” Rarity said with a look of displeasure, still trying to catch her breath and shake cobwebs and dust from her mane and tail, “Ponies *live* in this filth? Please tell me this room just hasn’t been cleaned recently...or ever. At least then I’ll believe the *mess* I’m seeing here.”

“Actually, that’s pretty true,” Lockwood nodded with a frown, “We weren’t allowed to clean up after the scene of the murder...police wouldn’t let us. I mean, it’s already been a full day, we should be allowed to clean up, right Flathoof? Twenty-four hours is policy, isn’t it?”

The six mares stared in disbelief. Fluttershy audibly sniffed and hid behind Applejack, hoping the bigger, stronger mare would protect her from whatever might be lurking around the nearest corner. None of the six could hardly believe what they’d just heard - death was a natural thing in their world, and even though they knew there were bad ponies out there even

back home that might inflict it upon others out of malice, they didn't expect that to be a common occurrence over here.

"Kidding!" Lockwood chuckled nervously, "Just...just kidding. A joke! Ha ha? Oh come on, as if I'd give you a room that somepony'd been murdered in only a day before. Ha ha! Ha? Okay no really, why isn't anypony laughing? Seriously, I use that same joke on everypony that has ever moved in and you six are the first ones not to laugh."

"Is that...something you have to deal with around here?" Twilight gulped, "Often? We...we aren't really...accustomed to that sort of thing..."

"What, murder?" Flathoof frowned, "I wish I could say we never had to deal with it at all, but in fact it's quite the opposite. I think we've had maybe seven ponicide calls this week, and that's a pretty low number. Sure it's not the weekend yet...but...I'm not helping things am I? Oh dear..."

"Listen, this is the safest District in the whole city...apart from the Inner Districts, but that's cheating to compare us to them," Lockwood swiftly explained as the whole group looked more and more distressed, "We haven't had anything like that happen in what...months? And it wasn't anything like...wow okay I'm not helping matters either..."

Fluttershy sniffed and huddled in closer to Applejack, "...this place is scarier than I thought..."

"Now now, darling, I'm sure it'll all be okay," Rarity soothed, "Come on, let's focus on getting our new home cleaned up a little, hmm? Take your mind off all those scary things..."

"Yeah!" Pinkie Pie bounced, "We need to get all the decorations set up for our housewarming party! Let's see, I need streamers and balloons and banners, um...a cake, a whoooooole lot of plates and cups and I think maybe like a dozen bottles of soda pop, gotta get all super hydrated after that climb! Um, confetti and noisemakers and a music box and-"

"Pinkie Pie, we've got more *important* things to worry about," Rainbow Dash frowned, "Besides, this place doesn't look like it would have room for one of *your* parties anyhow."

“Are we talking one of my Super Duper Awesome Big Birthday Bash Parties, or my Ultra Fun Best Friends Forever Parties? Because then well *duh*, I know we don’t have room for either of those, silly, but this isn’t one of *those* kinds of parties anyway. This feels more like a Welcome Welcome Everypony Welcome Party, but depending on the area of the room and the dimensions I have to work with I might be able to fit in a Totally Amazing Radical Blast Party assuming that the room is a perfect square and that we have enough pi,” and she snickered loudly at her terrible pun, “To go around, but where am I gonna find a break-dancing floor at this time of night?”

“Ugh...” Rainbow sighed, “Me and my big mouth...”

“Did Pinkie Pie just invoke mathematics in party planning?” Twilight said with absolutely staggering confusion, “How would that...what could you...is there even...oh...dear, I think I’m getting a headache...”

“Besides!” Pinkie laughed as she sidled up close to Rainbow, “If I can’t fit in enough room for even a Little Itty Bitty Teeny Tiny ‘Just Us Friends’ Housewarming Party, we can always have our own little private party later, Dashie! Always *plenty* of room for one of those! You just gotta be quieter than-”

Rainbow turned red, “P-Pinkie Pie, *geez!*”

“What’s all this talk about parties?” Lockwood blinked.

“The pink one’s special talent is throwing parties,” Flathoof whispered, “She likes parties. A lot. And singing. And dancing. And games. And parties, did I mention parties? Yes, we went over this a *lot* back at the station...” and he subtly twirled his hoof in a circular motion around his ear, taking care not to let her or her friends notice.

“Ahhh...” Lockwood nodded in total understanding, “Well, ladies, what say we start getting your home all spruced up, hmm?”

Snapshot sighed dejectedly and eyed the clock on the wall. *One more hour.* That’s how long it would take for her to get out of this droll little

job and back home, where she could enjoy herself and try to get some work done on her hobbies. Today had probably been the most stressful and working day she'd ever had to endure in her last year as a desk clerk for the NPPD; if Flathoof weren't such an *eligible* bachelor, she'd have passed it on to her co-worker sitting at the desk several paces to her right. All that work and hassle wasn't worth her time, but doing little favors like that here and there for Flathoof...well, she hoped it might get her in his good graces, so that maybe he'd want to get in *her*...good graces. She eyed the other mare, a pink pegasus with a silvery white mane streaked with gold (that dye job was so *tacky*) with disinterested contempt.

Firecracker...oh how Snapshot wished that blasted mare would just up and *fly away* and never darken these halls again with her bow-legged, hip-swaggering, obviously-had-a-wing-job *self*. Always stealing all the good-looking stallions in the department...the *hussy*. Snapshot knew that *she* had seen Goldenstar first, *she* had been flirting with him so casually in the break room, and that *she* had been the one who asked him out! *Firecracker* had even been sitting just a table or two away in the cafeteria when she did it! And then the *jerk* went and broke it off last second after Snapshot had gone through hours of making herself look presentable and attractive and *desirable*, and the next day he was over there at *Firecracker's* desk, playing with *her* hair and whispering sweet nothings in *her* ear. Third time this month she'd seen a stallion at that desk, and it was always a different one!

Snapshot sighed in dejected disapproval of herself; for months she'd been trying to get the attention of one of the stallions around the department, and learned the hard way that most of them were really not worth her time; crooks, liars, cheats, sneaks, and perverts, the lot of them! She was desperate, but not *that* desperate. No, now there only a few stallions left on the entire force that were worth any attention, at least physically and mentally, but *no*, they just *had* to be in relationships already. That was just the way things worked, that all the good-looking, well-mannered stallions were the ones taken, wasn't it? Except one...and *he* didn't seem interested at all in *anypony*. Of all the rotten luck that the most good-hearted and certainly *broadest* stallion in the entire force was just...not looking for anypony special to share himself with. Snapshot would give anything for Flathoof to look at her the way she looked at him, and cursed the fact that she'd probably drifted so far into the 'Friend Zone' by

now that she'd need a map and a three weeks' worth of supplies just to find her way out.

Oh Captain, my Captain...

And in an instant, Captain Flathoof sweeping her off her feet was almost distant memory. As much as she wanted him to be hers, she knew that being hopeful and ignoring other opportunities was worse than noticing the little things in life and trying to find love elsewhere. And somepony *else* had just walked into her life, and was *he* ever a different story. Lean and athletic, and so *suave*. Ooh, and that *uniform*, that impeccable black suit and tie combination that reminded her so of the secret agents and spies from her novels, she recognized that anywhere. If *all* of the Committee Investigation Agency's agents looked *that* good, maybe she'd consider applying sometime after she had more on her resume. She certainly had the broad knowledge of the system's inner workings that she knew was one of their requirements. All she was lacking was experience.

Oh my, and he was quite *literally* walking into her life now - he was walking towards her desk! Oh dear, was her hair straight? No smudges on her glasses? Her breath was okay, wasn't it?

"You must be Miss..." and the well-dressed pegasus looked at a report file he had open, "Snapshot, correct?"

"Uh-huh," she nodded in a daze, "I mean...ahem...y-yes, that's me. How may I help you...Agent...?"

"Sparkwalker," he nodded, "I'm with the CIA. I need to speak with you about a recent registration you filled out, in regards to some suspicious information."

"Oh? Which one?"

"Which *six*," the Agent said in a hushed whisper as he plopped the report file on the table. Snapshot's eyes widened - those six mares that had been here only a few hours before! Wow, the CIA sure worked fast, the paperwork had literally been teleported to the NPRD not more than four hours ago. She'd never heard of anything that made the CIA *this* interested. Oh...what if Flathoof was in trouble, and these six mare were criminals! Or worse, terrorists!

"I recognize them, yes," she nodded, mirroring his quiet tone, "What kind of information do you need?"

"Is there somewhere more...*private* we can talk?" he said with a slight grin. She couldn't be sure, but if it had been her in his place she'd have looked quickly at Firecracker and back again, hinting at not being able to speak around another officer. She was certainly he had likely done the same, but those sunglasses he was wearing prevented that. Why was he wearing sunglasses in Pandemonium? The sun never shined here. And inside? Maybe that was part of the uniform? Oh, why was she worrying about that? He wanted the two of them to be *alone*. And that *grin* on his face...she got the feeling that this was going to be her lucky day. Ah, opportunity, how loud your knock could be.

"Certainly, follow me," she waved as she headed towards the back of the clerk's office. The pegasus followed her into the staff room, and after making sure nopony was coming this way, she closed and locked the door. Ah, privacy, "So...what's this all about?" she asked as she sat in the neat and cozy office chair. Agent Sparkwalker remained standing near enough that she could actively drink in all his features (and she found herself enjoying every minute of it), and he took out a small notepad and set it on the table, just out of her sight, then sat his pen upon that. Business before pleasure, she thought dejectedly.

"The Committee is concerned about the status of their case file. It would seem that Police Chief Smokestack applied for a pay increase that arrived *literally* five minutes after these six forms came in. While this normally wouldn't be too troubling - Smokestack does this kind of thing all the time, does he not?"

"...a-are you asking *me*?" she pointed a hoof at herself, "I don't get involved much with the Chief's business..."

"Hmm..." Sparkwalker nodded, jotting down a few notes, holding the pen in his mouth and the notebook steadied on the table, "No matter, this is about these six Ponies of Interest anyway. Our department is concerned with the speed at which their forms were filed and documented, and we suspect that perhaps the Chief was rushing things along just to get a wage increase, and may have...*overlooked* things concerning them. Now, your

name is on the form as the Identification Photographer and as their File Clerk, so I believe it safe to assume you had some interaction with them?"

"Ah...y-yes, that I did," she nodded, somewhat nervous that he'd learn that she'd sped the paperwork along at *Flathoof's* request, not the Chief's.

"If it's okay with you then, I'd like to ask you a few questions about them. You can tell me some details about them, yes?"

"I...I hope so," she nodded, "What's this all about anyway? I mean...n-not to pry..."

"Committee business, I'm not supposed to tell," he said shortly.

"Please? A...ah...fellow officer I know is their parole officer...I want to make sure he'll be...okay, sir."

"His name?"

"Flathoof...ah, Captain Flathoof."

"I'll make sure we take care of him should the need arise," he nodded, "Now then, let's start at the top according to the order you filled the forms out, based on your time-stamps. First, Twilight Sparkle - what can you tell me about her?"

"Real bossy, seemed well-educated," Snapshot said with a slight sneer, "Probably the brains of the group, if you ask me...oh...I'm sorry, I know I'm not supposed to figure my personal opinions into this..."

Sparkwalker smiled, "While I didn't ask, your information is valuable and will help our investigation. Please, feel free to relax and speak honestly...*candidly*. I know we have a lot of information on these forms, but just speak freely, don't feel like repeating anything they said seems redundant. Normally we don't hold any interest in the personal opinions of those we interview...but I'm making a *special* case about this one. It may help us understand the psyche of these six, you understand?"

"Y-yes, sir."

“And drop the ‘sir’ nonsense. Just Sparkwalker, if you please, Snapshot...,” he said with a grin.

“Ah...ahem, r-right. Sparkwalker...” she blushed. Ooh, they were already on first-name basis. She wasn’t used to the idea of a CIA agent being so informal - that was a major part of their job, being really rigid and uncooperative - but maybe this one liked her? Maybe if she played her cards right she’d have *plans* tonight, “Well she was kind of a busy-body, asking all sorts of questions and trying to learn more about the city. I mean, sure I guess that makes sense if you’re not from around here, but still...the others weren’t quite as inquisitive or even interested, just left the work to her. Said she used to work as a librarian, so if I had to venture a guess she’ll probably look for work at the CBH or something similar.”

“Hmm...go on then, the next pony - ah...Rarity. She appears to be...*posing* for this picture?”

“Yeah, she insisted on making it a glamour shot,” Snapshot chuckled, “I’ll be fair, she has a good look to her and if it weren’t for the stupid jumpsuit she might look pretty charming. Really snooty though, kind of gave me a hard time in making sure I was getting all her physical details right, seemed like a neat-freak. Kept insisting she was a fashion designer back home which struck me as *extremely* odd, since they weren’t wearing any clothes when they got arrested, according to the reports I attached. I mean who ever heard of a fashion designer wandering around nude, not even like a scarf or a bow or anything? Contradictory, yeah? You’d think she’d be wearing something at all times even if we *didn’t* have that law. Self-advertisement, that kind of thing.”

Sparkwalker nodded and jotted down some more notes, “Let’s see...ah, Fluttershy. She looks like she didn’t want to take the picture at *all*, did she give you a hard time?”

“Oh *brother*, it took me three times longer to get her form filled out, she was *very* uncooperative, had to ask every question at least twice to be able to hear her. Really quiet, really shy, kind of spoke in peeps and mumbles and always tried to avoid making eye contact. Kind of cute in a way, probably gets a lot of lookers back where she comes from. Said she was a veteran-arian, whatever the hay *that* is. Something to do with the

military? Veterans and all that? Does Utopia even have a military anymore?"

"Animals."

"An army...of animals?" Snapshot raised an eyebrow, "Please tell me you're kidding..."

"What? Oh...no no, a *veterinarian*. They're like...doctors, for animals. Common practice over in Utopia, is what I hear. Moving on then...ah, Pinkamena Diane...Pie? Ah, sorry, I didn't see the note under Alias. 'Pinkie' Pie is her preferred name then? Is she doing the crossed-eyes on purpose, or does she have some sort of condition?"

"Yes, on purpose, and *what* a mouth that one's got," Snapshot huffed, "Just would not *shut up*. Yap yap yap yap yap, gave me such roundabout long answers to so many of the questions. Told me this ridiculous story when I asked her about her special talent, some spiel about a rock farm and a party, *then* claimed it was like an origin myth or something! Not right in the head that one, but she made me a *little* suspicious - and not just because she seemed a few cards short of a deck, either. While everypony else in the group said they were from Utopia right away, and Twilight Sparkle even added their ridiculous District into it - pfft, *Ponyville*, still makes me laugh - this Pinkie Pie character, she kind of hesitated a little; it was a *really* subtle pause, I wouldn't have noticed it if she hadn't been such a motor mouth otherwise. Made me think she really, *really* wanted to say something else and realized her mistake just before she made it. Now that I think of it, so did that orange one, Applejack was it? She didn't say Utopia right away either, seemed kind of pained that she had to do it. Makes me think *maybe* their story isn't as true as they claim. Nothing gets past *my* sleuth sense," and she gave a proud little smile.

"Very astute...I'll make note of your suspicions," Sparkwalker smirked, "You've been very helpful so far Snapshot, thank you."

"Oh...are we done?" she frowned.

"Oh no, not quite yet, just thought I'd thank you for being so helpful to my investigation," he nodded, tilting down his eye glasses ever so slightly so that she could see him wink. Snapshot turned red and coughed into her

hoof. She felt rather embarrassed that he was pushing all the right buttons, and a little nervous that he *knew* what buttons to push, "Now then, the next one - Rainbow...Dash?"

"Really full of herself, big ego, took everything I said as a challenge. Fastest flier in Equestria? Really? That I find difficult to believe - when I said as much she started getting a little riled up like she wanted to prove it right then and there. I've seen some pretty fast fliers in the NPPD, and she didn't look like anything special. And her response to my asking about it, was that she's the only pony to ever pull off a 'Sonic...Rainboom'? What the hay is that, some sort of sonic boom mixed with a rainbow? How would you even do that? Seems physically impossible to me. Ah, and if you look under Alias I noted 'Dashie' as a nickname rather than a preferred name; the pink pony kept calling her that, and was the only pony doing it that I could see. I don't know, I got kind of a weird vibe from the two, like maybe they're...y'know...*more than friends*?"

"Interesting...hmm...well, one more then - tell me about this Applejack."

"Don't get me even started on *her*," Snapshot growled, "Urgh, I saw the way she was looking at Flathoof...ah...n-not that that matters," she quickly added so that Sparkwalker wouldn't get the wrong idea, even if it was the right idea; she just didn't want him to think it was, "He's my friend is all...don't want to see him get hurt because some Utopian Jezebel gives him that *look* and thinks she can just waltz in and flutter her eyes and land the prized stallion of the NPPD in her bunk when I've been...heh...um, anyway, she was honest enough, didn't have any problem answering everything straight away, except that Utopia bit I mentioned earlier. Had a *real* thick accent that made it hard to get everything understood at first. Had to tone down a lot of the bigger words too, she must be the dumb muscle, that's my guess."

"Yes, very good," he nodded as he wrote down the last few notes, "I understand they also filed domicile registration forms? You wouldn't happen to have a copy of them anywhere, would you?"

"Oh...sorry, I don't," she frowned, "It's still in Processing, I think...your department should get it in a few hours, I'd hope. I rushed it along pretty well, I'm surprised the other forms got to you guys that fast, really."

"I was hoping I could get a copy sooner than that," he pouted, "We are in hot pursuit of these mares, see - I can't tell you exactly why, of course, but I assure you that the faster I can find out where they are or where they may be headed, the faster I can catch up to them and find out what exactly they're doing."

Snapshot frowned. If Agent Sparkwalker was delayed, it might be putting Flathoof at risk, and she didn't like the fact that she would be partly responsible. As much as she was attracted this new pony...well, she still cared for the Captain, and wanted to make sure nothing happened to him, "I...I can remember some of the things on the forms I filled out. Not every detail, but I assume anything would help, right?"

"Most assuredly," he nodded quickly, "Any assistance you can give me in my investigation will be greatly appreciated."

"Well, ah...I remember a name...um...Southeast...P-something. Park? Place?"

"Point?" Sparkwalker hinted, "Southeast Point, I recognize the name. Most suspicious that they would be able to get a room so quickly in the busiest, most expensive part of the District, and with a *record* even."

Snapshot frowned again, "Um...Captain Flathoof is the one who helped them get it. He said he had a friend who was in well with the owners...Lock...something. He was just trying to help, I don't think he suspects anything about them at all. Oh, I'm sorry, that's all I can remember..."

"Hmm...perhaps they have fooled your good friend better than you thought. Ah, but I am getting ahead of myself. A few more questions before we're all finished here. First...apart from what you mentioned specifically about them each individually, did you notice anything suspicious about them as a group?"

"Ah...well, like I said, their home sounded a little odd. I mean...*Ponyville*? Has to be a made-up name, and a really lame one at that. Next thing you know we'll be hearing about vacations in Fillyberg, or

celebrities living in Stalliontown and buying some beachfront property in Colt City. Pfft..."

"So you don't think they're from Utopia?"

"Well...I mean...no, I don't. But where else can they be from? The Wastelands? Like...like refugees or something? They didn't *look* violent..." she admitted, though she was still suspicious and knew that appearances could be deceiving, "And they seemed healthy enough, *physically* at least; no mutations or deformities or anything. Still, I mean, how could they be from Utopia? They'd have had to taken an aerial route, and surely they would've been told they needed *clothes* here. And I know we don't just *give out* identification cards, but the NPRD has a station at the Gate...how'd they get past it and into the city without going through that? Seems odd..."

"Very astute observations..." Sparkwalker smirked as he wrote down more notes, "Our department was thinking much the same, we just needed confirmation from somepony, and it is good to hear we are not alone in our suspicions. You'd make a *fine* addition to the CIA one day, were you ever so inclined," he added with a wink, "I'd put in my personal recommendation. And one final question, Snapshot."

"Yes?"

"*When do you get off?*"

"I...I beg your pardon?" she blinked. She *must* have misheard that. No...no..he still had that coy grin on his face, like he was trying to use his eyes to remove her uniform. It made her feel a little vulnerable...feel *wanted*.

"Must be lonely, working these late nights here at the police station day after day. Must be exhausting...you must *crave* the feeling of *release* you get when your shift is up. I'm afraid I've probably kept you well past your normal hours...I'll make sure you don't in trouble with payroll over it..."

"I...s-suppose," she blushed, trying her best to keep her cool. Too fast, this was happening too fast! Should she feel worried? Relieved? But...she'd given up opportunities worse than this for dumber reasons, and

she was not about to pass up *this* stallion just because she felt it was a little *impulsive*.

Sparkwalker smiled and removed his sunglasses, neatly placing them into the jacket of his tidy black suit. She became slightly distracted by getting to see his eyes in full. A vivid *green*, haunting in a way. She almost didn't hear him speak, but then again she wasn't paying much attention to his words so much as his actions. Was she daydreaming again? All that flirting...it *had* been real? She was worried she was looking too far into it, or that he was just using the advances to try and weasel more information out of her - a tactic she admitted worked.

"You look so pent up..." he breathed, "So tense. Please...allow me to help ease that tension...even if for just a moment..."

Strong hooves on her shoulders, keeping her in place. A tender caress. This was so sudden...too sudden. But she didn't want it to stop, he was so...*perfect* and she was so *willing* to forgo any sense of worry. Any sense of wondering, 'why would a stallion like *this* be interested in me?' was completely gone. She couldn't care any less, he was doing so much with those hooves of his that she'd completely fallen out of her reality and became entranced in this living fantasy, such that nothing mattered anymore. It was not her first kiss, but it may as well have been - he was so *delicate*, not at all rough or sloppy or dulled like some of her previous coltfriends had been. She barely even noticed him unfastening his tie, or unbuttoning her uniform. Things were moving so fast! They'd only just met!

It was *just* like one of her steamy romance novels. Right from beginning, to the now-middle, and she was hoping soon, the end...

"Mmph..." she moaned into him, "B-but...I hardly even-"

"If you want to think of this as your dream come true...by all means..." he said with a low laugh that made her heart flutter. It was like he *knew*.

Sparkwalker roughly pulled her out of the chair and she found herself pinned heavily on the floor of the office on top of the rounded floral-patterned rug. She'd never been more glad that the door was locked and that the windows were tinted. Her glasses fogged at his hot breath, and for a moment she forgot herself and found she was unable to resist pleading

for his advances, her own hooves gripping at his mane and chest. She could *feel* his smile on her neck. *Taste* his voice.

“One *last* thing...Snapshot...” his husky voice came.

“Y-yes...w-what?” she breathed hotly.

“Have you told anypony else what you’ve told me here today?”

“N-nopony...” she winced, “Please...b-be gentle...”

“No promises...”

First the tenderness of a kiss on her neck, and then a severe, blinding pain. A hoof over her mouth, silencing her dulled scream.

The blade delicately pierced her carotid artery.

She looked up, pleading, into those *heartless* green eyes. How could a face that handsome be that of somepony capable of *this*? His coat and mane began to dim...no, that was her vision doing that.

Blue...she could see blue...and black.

So much black..

The blood loss was making her woozy. She tried to buck out of his grip, but she couldn’t find the strength. She tried to cry out, but no sound came. The agony was unbearable. It bled far beyond physical pain; she could feel pangs of mental and emotional anguish rise. She felt like she’d just committed some great sin...and by thinking she was helping him, she felt she’d likely just endangered the one pony she now wish she’d never been distracted from.

Flathoof...I...

“Shhhhh,” he cooed into her ear, “It’ll *allllll* be over soon, my little shutterbug. Shhhh...now be a sweetheart for me, just...close your eyes...that’s a good girl...”

Snapshot’s eyes dimmed as the last of her life drained away in a pool of blood on the rug, staining it a deep, dark red.

He smiled a toothy, maddened grin to himself as he stood over her lifeless body, cracking his neck as if feeling a great load of stress flowing out of him. He enjoyed his work, ever so much. The little twitches of the victim as they felt their life's blood just drip, drip, *drip* away. The flickers of emotion that sparked in their eyes as their hearts stopped. To him it was like a beautiful mural, with himself the artist, his victim the canvas, and their blood the paint. It was an almost excruciating high, the knowledge that another soul's flame had been snuffed from the world, and he relished this particular taste of having denied her a great desire when it was mere inches from her grasp.

The euphoria passed after but a moment, his features hardened as he set himself back into his work, rather than his pleasure. What was important now, was getting rid of the evidence. Snapshot had needed to *disappear*, lest she tell other ponies about a CIA agent asking her questions about those six new citizens they'd just registered. This would attract all sorts of attention, and perhaps the officer accompanying them...this *Flathoof* would somehow catch word of it and try to interfere. It was easy enough to see that either he was in cahoots with the six mares...or he was just dumb as a sack of bricks for believing their story. Worse, the CIA might get wind of it, and knowing they didn't send an agent would investigate the matter; after all, they'd been more interested in the case because of Chief Smokestack's *payroll increase*, but if they thought the six mares were of some critical importance then that would greatly complicate matters. They wouldn't question why a CIA agent was there in the first place - they worked so slowly they'd figure it was probably from a case several months ago they'd finally gotten around to and forgot all about.

Shadowstep laughed quietly to himself. The Committee sure had its priorities straight.

Well, one job finished - he'd gotten information on his targets that would likely be useful in the future, should they turn out to require his delicate handiwork rather than just his ever-watching eyes. He even knew where they lived, and who they were with should that information prove useful as well; they might try to stand in his way, and knowing how to remove them from the equation was always a great boon. And with the little NPPD clerk a lifeless mass on the floor here - though he'd soon have to

take care of *that*, easy enough - nopony would be able to warn them either...

As for the Chronomancer, whoever they were, it was only a matter of...

Well, they'd be dealt with soon enough...

Chapter Four

Inconvenience

“Let me get this straight,” Flathoof sighed as he held the bridge of his nose with a hoof, “You want to leave your friends here to tidy up your new home, because you want to go to the *Database Holdings*, and somehow think I won’t be coming with you?”

“That’s right,” nodded Twilight, “I figure it would be a good idea to start looking for...ah...*work* as soon as possible. I was a librarian back home, so I’d wager I’d be just as good at it here. I want to take a look at their facility and get used to their system a little before I apply, though. I just didn’t want to bother anypony else with my errands, is all; I can get a bit absorbed in my studying sometimes.”

Twilight elected not to mention that she was going to spend most of that time researching this perplexing new location as much as she could. What little she could gather from talking with Flathoof and likely soon, Lockwood, was not enough to quench her curiosity, nor enough to make her think she knew what she’d need to know to get her and her friends home. She had planned to take as long as she needed, but hadn’t accounted for requiring an *escort*.

“While that is all well and good, Miss Sparkle, and I commend you for taking some initiative in looking for employment, I can’t just let you go by yourself, nnnnope” Flathoof said with sternness, “You’re on parole for this first week, remember? Until then, all of you have to remain in my custody. So if you want to visit the library, you’ll have to wait until after everypony here is done, so you can *all* go.”

Twilight frowned, “Oh...I was hoping to get a head-start on it.” Truthfully, she wanted to do it with as few distractions as possible. If she were allowed to get ‘in the zone’ and start her research by herself without any interference from her friends - not that she did not appreciate their company, but they could prove bothersome when she needed to study at times - she hoped she would be able to get plenty of information in very little time, “But I understand...”

“Now now, Flathoof,” Lockwood interrupted, “Surely you don’t intend on keeping this young lady from trying to make her way in the world, do you?”

Flathoof narrowed his eyes at his friend, “Snooping as usual, Lockwood? This isn’t something *you* can help with, old pal. This is my duty as their parole officer - I have to keep them all in my sight, as much as I’d like to think I can trust them; you and I both know well enough that first impressions can prove false. I know it’s a two or three-pony job, but I can’t expect any other officers to jump at the opportunity to babysit a bunch of new citizens. Not that I trust many of them to do the job anyway, or not to try anything fishy.”

“Understandable,” Lockwood nodded, “But you seem to be forgetting that there *is* somepony you can trust to keep an eye on them.”

“...you?” Flathoof deadpanned.

“Of course,” Lockwood grinned, “Who did you think I meant? Some random passer-by?”

“Lockwood, this isn’t a game,” Flathoof sighed, “I know you like to help and all, but rules are rules, and as much as the other officers wouldn’t have a problem breaking them, I do. I’ve got a reputation to uphold, *besides* it going against my own morals.”

“Didn’t you break some rules in getting us through all this?” Twilight asked with genuine curiosity.

“Break? N-nnnnope...” Flathoof said as he nervously tugged his collar, “Lockwood said much the same about the tax system as I can say about the NPPD regulations - we’ve got so many loopholes and workarounds that...well...a pony with the knowledge of how it works can probably get around a few roadblocks here and there if he saw fit. That’s how Snapshot got your forms through so quickly; she knows just the right boxes to fill and marks to make.”

“Precisely my reasoning, my boy,” Lockwood nudged his friend, “Surely there is something you can conjure up to let somepony you trust be

an additional caretaker for these lovely young ladies? Unless...you were planning on keeping them all to yourself...?" and Lockwood's grin widened.

Flathoof, already red in coat, would have turned redder had that not been the case, "Hey now, d-don't accuse me of that kind of-"

"Aww, you sly pony you, I should've figured it out from the get-go," Lockwood taunted, "Why Flathoof, I *am* surprised. I didn't think you had it in you, after all these years. Suddenly you fancy yourself a ladies' stallion, and saw the opportunity to flaunt yourself in front of six eligible-"

"E-enough!" Flathoof coughed, "Fine, w-what did you have in mind, if it'll shut you up with these ridiculous ideas of yours?"

"Like I said, there must be some sort of workaround to allow a non-officer to be an extra caretaker for your parolees? I'm certain there are plenty of ponies on the force that would *abuse* that kind of rule to pass off responsibility to another pony and get out of work while still getting paid. You'd be doing it for a more noble reason: lightening the load and entrusting some of your responsibilities to a friend you can trust, whilst you assist one of your parolees in her endeavors to improve her situation."

"Well..." Flathoof said in thought, "I suppose I *could* list you as a third-party caretaker. It wouldn't really be questioned either, seeing as you're their landlord and all. *Fine*, have it your way."

"Excellent," Lockwood nodded, closing his eyes in satisfaction.

"I'll have to contact the station," Flathoof sighed, "Give me a few - I'll be just over here," and he motioned to the nearby window, "Need to make sure I get a good signal."

"Right, of course," Lockwood smirked.

After Flathoof walked just a ways away, Twilight turned to Lockwood and nodded with much courtesy, "Thank you...both of you. I don't know what we'd do without your help. We were all in rather dire straits, and nopony else in this city-"

“Say no more, my dear,” Lockwood nodded, “Believe me when I say I know just how *unhelpful* most of my fellow citizens can be. We’re a rare breed, ponies like Flathoof and I. It’s why we’re such good friends - we share that common bond in knowing we can trust and rely on one another and that other ponies can feel the same for us. I’ve formed similar relationships with many of the ponies in this city, whom I feel I can give a similar level of respect and trust to.”

“Do you know a lot of ponies? This city seems so vast...how could anypony possibly hope to know so many?”

“Oh a great deal of ponies, believe me,” Lockwood said with a mock look of exhaustion, “From all walks of life, in fact. A few of the upper crust, like this building’s owners; it helps to have friends in high places, they always appreciate a good, resourceful pony and are willing to look the other way when...heh...he gives away a vacant apartment to a bunch of parolees he just met. I have friends in lower places as well, and while some of them are less...ah...*reputable* than others, at least in the eyes of the majority of the populace...well, you’d be surprised at the kinds of diamonds you can find in the roughest sands.”

“You mean...criminals?” Twilight asked with trepidation.

“Oh no no no,” he quickly dismissed with a rapid wave of a hoof, “Well...ah...yes, *technically*. Some of my friends would be *considered* criminals by the system, but I assure you that their crimes are not harmful in any way to anypony in any meaningful or personal sense. No murderers or thieves or anything like that, though I believe that goes without saying. But yes, they’re guilty of some crimes against our *wonderful*,” and here the distinct sneer in his lips was more than a little obvious, “Little city’s government. You could say their crimes are trying to do as I do - helping others - by getting around the way the city’s backwards and sideways and upside-down laws work. Ah! But we can discuss that another time; here comes Flathoof. Don’t mention my...ah...*other* friends to him - he would not approve, you understand.”

“Um...right,” Twilight nervously nodded. She was sure Lockwood was on the up-and-up, but now she was slightly concerned about taking his offers for assistance. It wouldn’t get them in any *more* trouble, would it? No, surely not; after all, he was clearly somepony who worked around the

system often himself, and he was still considered respectable enough that he was close friends with a high-ranking police officer. Right?

“So,” Flathoof started as he came into earshot of the others, “Just got off the line with the station. I’m a little disappointed we didn’t think of this sooner, I could have asked Snapshot to take care of it and it’d be in the system by the top of the hour; she got off duty maybe an hour ago or so, silly girl forgot to punch out again. Had to ask one of the night-shift workers instead. He’ll fill it out and get it *done* - even the night-shift knows not to shirk on orders given from the higher-ups - but I’m slightly concerned about it being done *right*. I’ll have to call Snapshot in the morning and have her go over it to make sure it got filed properly.”

“So then...we can go?” Twilight asked with a hopeful grin.

“Yes yes, we can go,” Flathoof nodded, “If you’re sure you can...um...*handle* the rest of them, Lockwood?”

Lockwood looked into the apartment and smiled as she saw Rarity helping Fluttershy dust some of the cabinets, “I don’t think-” and then Pinkie Pie tripped over a rug and dropped several dusty mats she’d been carrying all over the room, spreading dust over everypony and everything. Rarity squealed in horrified disgust and began to scold her, and Fluttershy looked like she was ready to cry. Lockwood’s eye twitched, “Ah...I don’t think it will be *too* much trouble...”

Flathoof chuckled, “I hope you know what you’re getting yourself into, old friend. Come then, Miss Sparkle, we’ll leave my good-mannered companion to tend to his new-found *flock*.”

They pair turned, but were stopped by a voice behind them, “Now hang on just a doggone minute,” Applejack stepped in, “If y’all ‘re takin’ a little stroll, perhaps ya wouldn’t mind if I joined ya?”

“Join us?” Twilight blinked, “We’re going to the library, Applejack...it’s, uh...it’s not a place *you’d* usually volunteer to go...um...if you don’t mind my saying.”

Applejack narrowed her eyes, “You sayin’ I ain’t got no book smarts, Twi?”

Twilight looked at Applejack with complete sincerity, "Do...do you really want me to answer that question?"

Applejack gave an aggravated sigh, "Nevermind," and shook her head, "I'm just worried 'bout ya goin' by yerself, Twi."

"I'm not going alone, I've got Flathoof with me," Twilight smiled, "No need to worry or-"

Applejack stomped her hoof and gave Twilight a *look*, "I know that, I just wanna keep an eye on ya', 's all. And ta be honest I don't think I can take much more o' Rarity's complainin' 'bout the dust and dirt and all that. If she starts *whinin'*, I might blow a gasket."

Twilight raised an eyebrow, slowly beginning to get the idea that it might be better not to argue, "Oh...well...okay then. If that's okay with you, Officer Flathoof?"

"I don't know why it wouldn't be," Flathoof nodded, "Very well then, come along. I suppose we could use the company."

"Thank ya kindly," Applejack smiled.

After a grueling walk back *down* the stairs, the trio left the Southeast Point and made their way down the main street for Central Database Holdings. Twilight and Applejack got the chance to truly marvel at how different this city felt compared to home the more of it they got to see. The route to Database Holdings was more professional and elaborate than the ones they'd traversed thus far; Flathoof explained that this was because Central Database Holdings was a relatively new building compared to the rest of the area, and most of the surrounding landscape had needed severe reconstruction to accommodate the complex's...*complex* needs. He noted that the roads and streets here were all only a few years old and had to be under constant maintenance, because far beneath them ran the massive series of wires and cables needed to power the center and transmit information. That last bit confused the two displaced mares for now - transmit information? Through cables and wires? They were used to letters and packages, and Twilight was at least intimately familiar with the magics of Dragonfire-fueled mail services.

As they rounded the last corner, Twilight Sparkle's jaw dropped in sheer awe at the size of it; if she thought Southeast Point was a *large* building, then this one was a *massive* one. It wasn't as tall, certainly, but it was significantly wider. Twilight was certain that it's dimensions were enough such that the building itself was probably as big as the *entire town* of Ponyville. It was black and gray with pulsing, neon blue lines that highlighted the contours of the building's design, from the edges of the structure to the indents that dotted it and signified something that they were not sure of. Twilight thought it looked like a gigantic electronics chip, like those that were parts of some of the machines she used for her more advanced scientific studies; Applejack just likened it to a giant black brick with chinks in it, like any brick would have that had been laid some time ago. Either way - it was *huge*.

"Central Database Holdings," Flathoof smirked as he saw Twilight's expression, "Expanding on what I so briefly explained earlier, this is the central depository for every single piece of data and information the city has available to it. Research, literature, art, documentation, news recordings, public records, legal statements, etc.; if you're looking for anything in particular, this is the place you can find it."

"It's so...*big*..." Twilight gulped, "They must have an absolute *ton* of information in there..."

"I reckon this place makes Sweet Apple Acres look like some backwater tool shed," Applejack nodded her head as she removed her hat, "Hoo-wee, an' all this place does is hold *books*?"

"...books?" Flathoof tilted his head.

Twilight raised an eyebrow, "Yeah, books. This place sounds like a library, and libraries hold books...amongst other things. Documents, newspapers, that sort of thing."

"I have *no* idea what you're talking about," Flathoof frowned, "The Database system is entirely digital. They copy down any written information they get into their computer system, then get rid of the original forms or whatever. Most ponies don't even bother writing things on paper anymore,

besides documentation forms since NPRD *insists* on making things difficult.”

Twilight turned white, “They don’t have *books* here, Applejack,” and she started shaking her friend, “*They don’t. Have. Books!*”

“Whoa there, sugarcube,” Applejack pushed Twilight off of her, “Ease up a bit, he said they still got all yer info and stuff in there, just in a new way. What’d y’all call it again?”

“A computer?” Flathoof blinked, “I thought they had those in Utopia...huh. Well, what difference does that make, at any rate...come on then, let’s not dilly-dally around out here. Twilight, since you’re looking for a job, we’re going to talk to the Chief Librarian. They’d be the one to ask about that sort of thing.”

“Ah...y-yes, of course,” Twilight nodded, then muttered to herself, “No *books* though...this is most depressing...”

They went inside, and Twilight was moderately surprised to find that it didn’t look as big on the inside as did on the outside. Flathoof explained that most of the building was one *big* computer that stored all of the information, and that this smaller area where the public could walk around was where they had the tools to access that information; it was presumed that the tools needed to edit it were kept locked away in the rear offices. At the desk, the trio requested the Chief Librarian’s presence, and they were soon greeted by an olive green unicorn stallion with most bizarre hair - it was neatly combed and looked very professional in that regard, but whoever had decided on his dye job was probably laughing somewhere at how ridiculous the lime green and green apple colors looked together. His outfit, even to Twilight and Applejack who besides Rainbow Dash were the least fashion-conscious ponies in their clique, looked somewhat tacky and rather out of date - who wore plaid tweed jackets anymore? And the ridiculously bright pink bow-tie? His large-rimmed glasses - slightly too big for his face - just added to the effect that this was a stallion who was used to his mother dressing him as a child for school, and tried to dress the same way himself but just couldn’t figure out what went with what.

“Greetings, and welcome to Central Database Holdings. I am Chief Librarian Archimedes,” he nodded with a disinterested tone, “How may I be

of service to you on this *extraordinarily* busy day where my time would be better spent elsewhere?”

Twilight was sort of glad she wasn't actually looking for work here, if her boss was going to be this brisk and stiff with patrons of his establishment, but had to keep up that impression for now, “Ah yes, um...I'm new in town and was looking for some kind of opening position, if you have one available?”

“Our job openings are always *limitless* because nopony wants to work in a stuffy office building pushing buttons all day,” he sighed with obvious annoyance and dejection, “When there are more *exciting* jobs out there like rent-a-cop or garbage stallion or window cleaner. Who has time to bother sorting through all the information in the city, all the things that we have to send to everypony else that keeps the *running*, yes, heaven forbid anypony want to help with *that*. At any rate, do you have any qualifications?”

“I worked at the...ah...” and Twilight hastily tried to think of a name for ‘her’ library, as well as the school library in Canterlot, “Utopian...Central...Library. Yes. Utopian Central Library. In Utopia. Because that's where I'm from,” she added with a nervous, awkward smile.

“Utopia, huh?” he raised an eyebrow, “Are they still using *papers* over there or have they finally made the transfer over to electronic and stopped being such barbarians? So easy to lose hard-copy material compared to digital data. We have backups of our backups *of our backups*, and everything is encoded so precisely that only those with authority to access the information could possibly hope to do so in the first place. But I digress - right, what types of materials are you familiar with?”

“Um...we used hard-copy materials, yes,” Twilight nodded, “But...but I'm-”

“That's all well and fine, you can learn. It's not that difficult of a transition, you're actually learning to use something *easier* - none of that decimal system garbage I'm certain you're accustomed to. Before I consider your application though, I'll have to see how *quickly* you can adjust to using our database - I don't need another brain-dead lout on my staff, not after that last *idiot* nearly deleted half the city's registry when I

asked him to change the name of the *folder*. First though...tell me - why you are being escorted by a police officer?"

"She's on parole," Flathoof nodded, "New in town, didn't have identification. You know how it is."

"Quite," Archimedes frowned, "I suppose I shouldn't question why they were allowed past the Gate without identification? Ah, well...not a problem, doesn't sound like anything that might threaten my life or my work, so long as that issue has been solved as I think I can assume it has been. Now then, if you don't mind, Miss...ah, I didn't get your name. My apologies."

"Twilight Sparkle," she nodded.

"Miss Sparkle here is going to need to come with me to provide background information and prove her capabilities. Dreadfully sorry, but I can't allow anypony else into the Database Hub, we have a *strict* policy, and if I go about making exceptions here and there then I may as well not have the rule in the first place.."

"Her parole says I have to keep her in sight at all times," Flathoof stared, "Surely you can do whatever it is you need to do within eye and earshot of me?"

"Not a chance," Archimedes stared right back, "Rules are rules, officer. I hate to sound *uncooperative*, but I assure you your superiors wouldn't have any trouble with it. I've done my share of research on the NPPD rules and regulations, and know that you can allow your parolee out of your sight if they're going in for a job interview. I trust that won't be a *problem*, will it?"

Flathoof balked. He wasn't used to being called out on his authority, "Nnnnope, no trouble. You make a valid point...very well, carry on. But I suppose, then, you *also* know there's a time limit imposed on-"

"Yes yes yes, we have an hour before you come barging in and barking orders," the librarian huffed, "Blasted NPPD, always trying to *rush* things along - no appreciation for the art of *progress* at all. Hmph. I'll be sure to return her to you in plenty of time, *officer*."

Twilight gave sort of a pleading look to Applejack, who shrugged and wished her luck. Twilight was not at all pleased about the prospect of trying to do her research in a totally new medium, and now she'd have to waste her first hour of allotted time pretending to be here for a job interview while trying to learn the new system from scratch. She still couldn't believe they didn't have *books* here. How could one replace books entirely? Reading lines on a screen couldn't possibly hope to replace the sensations of reading out of a good paperback.

"Well, she'll be fine for now then, I guess," Flathoof huffed, clearly miffed by having his feathers ruffled by a pony that could only be described as *rude*, "Today has just not been working out so well. Ugh...I need a cup of coffee..." he looked around, and saw the library's mini coffee shop - luckily mostly empty around this time of night - and headed over for it, "Come along then, Applejack. I'll buy you a cup too, we might be here a while."

"Ah...r-right," Applejack nodded, "I thought y'all said she was only gonna be an hour?"

"Yes, but I suspect Miss Sparkle will likely want to do some private work on her own as well, and I think I can trust her not to go running off and leaving you. If she gets the job she'll need to know more than just the basics, and even if she doesn't she'll want to look into other records and such to try and find another job similar to her talents. I'll leave her to her studies, she seemed to want to do it alone anyhow."

"Hmm...well, I s'pose..."

Flathoof ordered two small coffees and took them over to a table in the corner, where he and Applejack had taken seats. Applejack sipped her coffee slowly at first - it didn't taste bad, certainly; then again, it didn't taste *good* either. A bland and flavorless, yet at the very least *palpable* drink, quite unlike the time she remembered Apple Bloom waking up early and making coffee for Applejack and Big Macintosh. Her stomach turned at the thought of it - whatever that little filly's Cutie Mark ended up being, it was *not* going to have anything to do with coffee. No, this coffee certainly wasn't bad, but Applejack felt a sense of emptiness as she drank it, noting how good it also *wasn't*. They hadn't been here in this new place for very long,

but already she was feeling extremely homesick the more she thought about what she didn't have here.

Applejack seemed a little nervous about being alone with Flathoof, even if that *had* sort of been her idea all along. Something about him (and she hated admitting this to herself) piqued her interest, and it was more than just his honesty and hard-working mentality. When they'd been together in that elevator back at the station, she'd been squeezed next to him a bit too closely and...there was just a certain *aroma* that reminded her of home. Nothing like apples or soil or the open air - this city didn't have those things anyway - but the scent was still somehow *familiar* in a way. It smelled of soot and metal, of fire and hard labor - but where would he get such a smell working out here in the city like this? The police station certainly lacked *any* of those things.

"I'm glad I get to spend some time with one of you one-on-one," Flathoof broke the silence, "Trying to focus on six ponies at once has been proving *rather* challenging; I can never decide which of you I should focus my attention on. You're all so different - how is it you all came to be such close friends?"

"Ah well, some o' us knew each other b'fore Twilight moved ta Ponyville," Applejack started, knowing there was no point *not* mentioning Ponyville anymore. She couldn't bring herself to say 'Utopia' unless it was absolutely necessary, and Flathoof had at the very least humored her somewhat, "But we all got ta know each other better when she did, she's kinda like our...um...glue. She brought us all together." She elected not to mention the entire Nightmare Moon incident and the Elements of Harmony bit - there might be time for that some other day, but for now it seemed a waste to try and explain something that Flathoof would likely never believe.

"I suppose I can understand that," Flathoof nodded, "Lockwood has been much the same for me. I can't count the number of ponies I've met and had good relations with thanks to his involvement; I think that's his special talent, to be honest - building up these little social networks of his. He's good friends with my family too - my mother just *adores* him. She tries so hard to get him to visit more often."

"Y'all got family here?" Applejack asked - apart from herself, and with the exception of Rarity's little sister, she had never known anypony to have

close relations with their families anymore; Pinkie Pie at least had a believable excuse, what with one sister being a famous musician and the other being...well, Pinkie Pie said that subject was really 'hush hush'. What *that* meant, nopony had even the slightest hint of an idea, though they all had their suspicions.

"...of course I've got family, heh," Flathoof said with a confused look, "What, they don't have *those* back in Utopia either?"

Applejack frowned a little, "T-that's not what I meant. I mean, mah friends never say a word 'bout *their* families. I was beginnin' ta think I was the only one who had that kind of closeness..."

"So...you have family back home?" Flathoof asked with a large gulp of coffee.

"I do..." Applejack sighed, "I miss them..."

Flathoof smiled warmly, "The way I look at it, your family is always with you, no matter how far away you are. Even if it's across the world, they'll always support you, right?"

Applejack nodded with a small smile, "I s'pose. I just worry about them, 's all."

"What are they like? Any brothers, sisters?"

"One older brother, Macintosh - we all call 'im 'Big' Macintosh 'cause he's...well, *big*. Hard-worker, just like me. Good with math fer some reason, I ain't never seen 'im open a book in mah life, but who knows what he gets up to on 'is free time. And one lil' sister, Apple Bloom. She's...ah...well, she's Apple Bloom. Been a *mite* obsessed with gettin' 'er Cutie Mark lately, won't listen ta reason 'bout givin' it time. Lots and lots o' cousins, all part o' the 'Apple Clan' as we call it...I, uh, won't go through the whole list though. Grandmother, Granny Smith. She's gettin' along okay...but me an' Big Macintosh 're worried she don't have long..."

"Parents?"

Applejack's face took on a *severely* dejected, painful look for a moment, "I...I don't like ta talk about that. If'n y'all don't mind..."

"I apologize..." Flathoof frowned, "If I brought up any bad memor-"

"Don't worry about it none," she shook her head, "How 'bout you, what's yer family like?"

"Mine?" Flathoof blinked - he hadn't expected anypony to be curious about *him*, "Ah...well, I've got my mother and father - Shortcake and Stouthoof; two younger brothers - Thickhoof and Shorthoof; one younger sister - Pattycake. I'm the oldest, naturally. The stallions on my father's side have all been Foundry workers for generations, and as my father says, 'the Hoof line has always been attracted to great chefs', so that's what my family's mares have almost all tended to to be," he nodded with a broad grin, "Very traditional, you understand. I'm a bit of a black sheep, if you will. First stallion in over twelve generations *not* to work in the Foundry...nearly broke my poor father's heart..."

"What's a...foundry?" Applejack scratched her head.

"Ah, it's the major factory center in Mid-West. They make just about everything in the city that gets used for construction purposes of all shapes and sizes - metals, tools, things like that. Not an easy job, I tell you, a lot of physical work and there's always a risk of serious injury. My father used to come home with cuts and burns all the time, always made my mother worry," and he was only barely able to hide the slight hint of concern in his own voice.

Applejack nodded. While she had no idea what a *factory* was, it sounded like it was a lot like farm work, in a way - lots of physical labor, long days, and his family all did the same kind of work too? Well...except him...

"Why ain't ya there, with yer family, if they all do the same kind o' work?" she asked, remembering well her own younger days and hopes of being *different* by moving to Manehattan, "Sounds ta me like that'd be mighty s'pportive for 'em. What made y'all change yer mind?"

“Ah...well...” Flathoof chuckled, “You can thank Lockwood for that bit. He was always kind of a wimp back in our school days, got picked on a lot...heh, he kinda still is, but he knows how to take better care himself these days. I didn’t like seeing my friend getting bullied around, so I stood up for him when he couldn’t for himself. Guess I kind of just ran with the idea of stamping out injustices like that, thought maybe joining the NPPD was my true calling. Oh you would not *believe* the grief my family gave me for that. ‘Not joining the family line’, ‘risking your life for strangers’, ‘working around all those crooked good-for-nothings’, that kind of deal. It took them a while, but eventually they understood why I wanted to do it, and they’ve supported me all the way. Helped a lot that Lockwood had always been like another son to them, he’s very convincing.”

“Do y’all still live with ‘em? I know mah friends don’t live wit’ their families no more, ‘cept Rarity ‘n’ her lil’ sister. Far as I know, they don’t even write or nothin’...”

“Certainly do, it’s expensive moving out and living on your own ‘round here, and that would be selfish of me,” he nodded. Well, now she knew where he got the smell - if he lived with his family and they *all* worked at that factory, then their whole house probably smelled like that at all times of the day, probably even overpowering the smell of whatever foods his mother and sister whipped up, “My family needs every bit we can get, ever since...well, it’s a long story...”

“We got time, sugarcube,” Applejack smiled, slightly blushing at accidentally calling him by the pet name she gave to all her friends. Where had *that* come from?

“Well, my brother, Thickhoof, got injured on the job about three years ago, when I was still just a rookie on the force. Lost the use of his hind legs...has to use braces to get around these days...” and he tried to hide the dejected sadness of explaining the whole thing, “I’ve had to work extra shifts for three years, most of my family too, just to pay his medical bills and to make up for the tax payments that he still has to meet, but can’t since he doesn’t have work. Lockwood has been a *big* help, getting us breaks whenever he can. Like I said, my mother *adores* him, keeps trying to hook him up with my sister even though the two of them don’t see eye-to-eye,” and here he gave a little laugh, “She’s too big and loud for the poor guy, he likes a more...ah, *graceful* type, I think.”

Applejack frowned, "I'm...sorry ta hear 'bout yer brother. I know I worry 'bout things like that all the time. *Mah* brother got hurt a year ago - nothin' big, but 'nough to keep him outta work for a week - and I was just a *wreck*, not countin' havin' to double mah workload to make up for it. I kept worryin', 'what if he don't get better?' and I pushed mahself a lil' too hard, just to prove I could do the work of both of us if that ever happened..."

"So you all work on your...uh...*farm* together then? What kind of food do you grow? Is it any good?"

"You betcha," Applejack smiled, "Best darn apple crop in all o' Equestria, if I do say so mahself - not to toot mah own horn or nothin'. Not lil' Apple Bloom though, she is so dead set on *not* working on the farm with the rest o' the family, but she don't mean nothin' by it - I felt the same way when I was her age, younger even. I want her ta find her own way in life, even if it's far away..."

"I'll admit I've always kind of wanted to try *real* food someday," he said with a smile, "I'm kind of disappointed you didn't bring anything with you."

"...*real*? What in the hay does that mean?" Applejack raised an eyebrow.

"Ah, well Pandemonium and the surrounding areas...aren't *exactly* the best agricultural centers," he chuckled, "I mean, we live in a smog-covered city of metal and cement, surrounded by a totally barren wasteland that we oh-so-creatively named *The Wasteland*, since it's the only one in all of Equestria. So, we grow synthetic food - well, the Dolor company does anyway."

Applejack eyed her coffee. It wasn't *real* coffee? Sure, she admitted it tasted a little funny, but she chalked that up to it just being an odd brew, not it being *fake*, "What...ah...what do y'all use to make the stuff?"

"Ponies." Applejack turned white and was glad she hadn't been drinking the stuff at that exact moment, but was horrified that she'd already finished half her cup. "Sorry, sorry...j-just a joke. I've got to remember you girls don't really have much of a sense of humor like we Pandemonians do."

That whole 'Dolor Green is Ponies' thing is just a rumor, I've seen their facility myself, many times. Really...heh...c'mon now, Applejack, you just gotta relax. If you're going to hang around *Lockwood* for any amount of time, you're going to have to get used to some of his jokes. He's much better - or worse, I guess depending on your point of view - about it than I am, he's just got that *super serious* tone of voice down so perfect."

"R-right..." she gulped as she nervously eyed her coffee, deciding right then and there not to take another sip, just in case, "Heh...what a silly thought, usin' ponies as food...heh..."

As the two of them continued to talk, neither took much notice of a green unicorn mare sitting several tables away, hurriedly scribbling in a notebook...

Back at the Southeast Point, cleaning had gotten underway in the new household of the six displaced mares. For the time being, Lockwood had stepped out to settle a matter a few floors up - something about a leak, and he had to calm down the tenant while the superintendent made the climb - so the four ponies left in the room had plenty of time to get some cleaning done by themselves. The few items of decor in the room left behind by a previous tenant - and not a murder victim, they all sincerely hoped - were enough to help them turn the cramped little apartment into a tidy home. Not particularly fancy or wondrous, but clean and presentable enough that it would serve them for as long as it was needed...

"Easy now...just a little more to the left...a *little* more...ah, *perfect*. Wonderful work darling," Rarity praised as Fluttershy helped her straighten a cleaned set of curtains over the window, "It is so good to have an extra pair of delicate hooves like yours available, my dear."

"Thank you..." Fluttershy blushed, "It's...nothing much..."

"On the contrary, darling, with your help we'll have this place looking spic and span in no time at all."

“And then we can begin decorating for the party, right? Riiiiiiight?” Pinkie Pie blurted, “Oh boy I wonder when we can go start shopping for streamers and-”

Rarity interrupted quite suddenly, “Pinkie Pie, dear, that really is neither here nor there at this point. I think we should focus more on getting everything all cleaned up, get some rest, and maybe think about the party tomorrow, hmm? Besides, we don’t have any money for supplies like that just yet, and I’d feel rather awful to ask for any more hand-outs from our generous friends.”

“Awww...” Pinkie frowned, “But I-”

“Ah ah, no ‘buts’ please? I *know* how much you want to get a party organized, but that’s *not* our most important task at the moment. Don’t worry, we’ll get to it eventually, darling, just not now. I’d like to have everything tidied up *before* Twilight and Applejack return.”

“...speaking of tidying up...” Fluttershy frowned, “Do...do you think Mister Lockwood was...serious? About this place being...you know...the scene of a...a...”

“...I really don’t know what to think,” Rarity sighed, “It certainly did *seem* like he was sincerely joking but...”

“Oh fiddlesticks,” Pinkie Pie waved dismissively, “Even if he *wasn’t* joking, what does it matter anyway? None of us did it...riiiiiiiight?” and she looked at Fluttershy with mock accusation, making the pegasus hunker back a little bit.

“What does it matter? Well for one, you’re *sleeping* in a place where somepony didn’t just *die*, they were *killed*,” Rarity said sternly, “Doesn’t that bother you? Even in the slightest?”

“Well, it’s a bit strange, but it’s not like I-”

“And second,” she interrupted to continue her tirade, “Don’t you think it a *little* in bad taste to be decorating a place where somepony lost their *life*? What if you were to spray confetti all over the *exact* spot they laid in when they stopped living, hmm? A mite disrespectful, don’t you think?”

"Hey, *you're* the one decorating," Pinkie pointed an accusing hoof, "Miss Prissy Prissypants. Not me."

"But you wanted to get things set up for a *party!*" Rarity blurted, "I'm just dusting and cleaning up, not trying to rearrange the furniture or anything."

"...well yeah okay, you've got a point..." Pinkie frowned, "But still, do you *really* think Mister Lockwood would give us a place like that? I mean really. *Really?*"

"Well...no. I suppose I *do* believe he was joking," Rarity nodded with a nervous smile, "Even if it was kind of a tactless- good *heavens* Rainbow Dash, what *are* you doing?"

Rainbow was busy dusting up a frenzy in their small kitchen area that Rarity hadn't gotten to yet, and the dust wasn't at all coming out neatly. Her haphazard method was just spreading the dust around rather than cleaning it up, "I'm *trying* to clean up over here, what does it *look* like I'm doing?"

"It *looks* like you're taking a few *big* messes and turning them into a whole lot of *smaller* ones!" Rarity scolded, "I know you've *rarely* have to clean up your own home, my dear, what with it being made of *clouds* and all, but this isn't the same thing. Cleaning a regular home takes *some* level of focus and care, it's not like cleaning the sky - just a kick of a cloud here and there. It takes finesse, attention, and-"

"Pfft, what does it even matter, anyway?" Rainbow rolled her eyes, "It's not like we're going to be here for that long. Why bother with doing all your *fancying up?*"

"Regardless of how *long* we're here for, this is our home for now, and it wouldn't be right to-"

"This *isn't* our home, Rarity," Rainbow glared, "Have a little faith in Twilight for a change, she'll figure out something and we'll be back home in a jiffy."

“Are you implying I don’t have *confidence* in Twilight?” Rarity glared right back, “I’m merely preparing for the off-chance that *whatever* solution she discovers isn’t going to just immediately *whisk* us away and take us back to where we belong.”

“I’d just like to get a party all set up for our super nice new friends,” Pinkie Pie chimed in, “Even if we go home tomorrow, I wouldn’t feel right not treating Mistery Flathoof and Lockwood to one of my parties. They’ve been so nice to us! Ooh, I bet they’d *love* a game of Spin the-”

“How many times are we going to go over this, Pinkie Pie? This is no time for a *party*,” Rarity turned on the pink earth pony, “We can worry about that some other time when we get all settled and-”

“There you go again, assuming we have to get *settled*,” Rainbow pointed an accusing hoof, “You’re acting like even if Twilight finds something that’ll get us home, we’ll be here long enough that we may as well-”

“Treat it like our home away from home, yes,” Rarity interrupted, “What exactly is your objection to being *practical*, Rainbow Dash? If, Celestia forbid, we end up *being* here for a while, wouldn’t it make sense to at least be *comfortable*?”

“It’s not that I’m not being *practical*, it’s that I want to work with the thought that Twilight will come through and we’ll be home by tomorrow morning. I want to have *faith* in my friend to figure this all out,” and she planted a hoof sternly, “I could ask you the opposite! Why are *you* so determined to think the *worst* of the situation?”

“*Me*? I’m just trying to make sure that if the worst *does* happen, we don’t get caught without a backup plan. *Twilight* would want the same thing, so don’t accuse *me* of not having faith in her. I have *absolute* confidence in her, I’m just trying to fill in the blanks here and make sure we’re prepared in case things *don’t* work out like we want them to.”

“Oh I’m sure Twilight’ll come through just fine,” Pinkie interjected, “She’s always been super-reliable in the past, right? Well...I mean, except for that time with the Parasprites, that was all *my* work that fixed everything. Um...oh, and then I guess there was the time with the hydra and stuff...that

was all me again. Oh! Oh...nevermind, I was gonna suggest the time we all went to Appleloosa and stuff, but that was all *my* idea that ended up being the real solution...again."

"So you're saying we should look to *you* for answers in this case, Pinkie Pie?" Rainbow narrowed her eyes, "Because last I checked you were more concerned with throwing a *party* than with trying to get us *home*."

"Well," Pinkie thought aloud, ignoring Rainbow's obvious frustration, "I just can't think of a good way to fix all this. I'm only used to traveling around my own little world, not going around to other ones. It's not really my field of expertise; this sounds like something Twilight would be really good at. Besides," and she frowned, "What's wrong with throwing a party, huh? Don't be such a Grumpy McGrumperson, Dashie. You're throwing off my groove."

"Don't get started on *her*, Rainbow Dash," Rarity huffed, "She's just trying to make this whole experience more *pleasant* for all of us, and to thank our new friends."

"And that's another thing," Rainbow blurted, "You guys are all so trusting of these two new ponies, who helped us for practically *no* reason whatsoever except to be 'nice'. It all seems pretty suspicious to me - what if they're in cahoots and are *up to something*, trying to take advantage of us?"

"And you think *I'm* the one assuming the worst?" Rarity humphed, "Listen to you, you're making it sound like nopony would ever even *think* of being kind to a stranger in need. I know a thing or two about *generosity*, my dear, and I recognize sincerity when I see it. We owe those two gracious stallions an awful lot of *thanks*, and here *you* are assuming they're trying to...well, do *something* unpleasant, I don't know what exactly you had in mind. Nor do I *want* to."

"Yeah, I *bet* you wouldn't," Rainbow glared, "How about you Fluttershy? Tell me at least *you* have some suspicions about 'em."

“...they both seem...nice...” Fluttershy smiled lightly, “I can...um...tell when a pony is really being kind to me, or if it’s just...an act. Rarity’s right...they don’t seem like *bad* ponies at all...”

“Urgh, whatever,” Rainbow huffed as she swept a pile of dust under the kitchen rug, “If it’ll shut you all up for a little bit I’ll just back to cleaning on my own.”

“Oh dear, you’re not *really* going to just sweep that all under the *rug* are you?” Rarity grimaced, “Good heavens, that’s counter-productivity at its *finest*. Here, let me help you.”

“...phew...” Fluttershy puffed, “If you don’t mind me girls...um...I’m going to take a step out for some...fresh air.”

Fluttershy stepped out into the hall and gave a dejected sigh. She was glad the argument had settled down before it got any worse - she hadn’t wanted to share her own fears and tribulations about the whole situation. Truth be told, she was actually glad to hear that she wasn’t the only one frightened at the prospect of being stuck here forever...and she sincerely hoped that Twilight Sparkle would come through. She *knew* she would...but how long would that take? How long would they be here?

In her focus, she almost did not notice the janitor busily sweeping past her and heading for the stairs.

“Oh my, um...excuse me,” she peeped, “I think you...dropped something.” She trotted over and picked up a notebook that the janitor had misplaced. As she delivered it, she couldn’t help but notice what was in the notebook - was that...a drawing of *her*? She was used to that kind of treatment, even if she didn’t much like the attention. “Oh...um...a-are you some kind of...artist? In your spare time, I mean...?”

The janitor, a minty green unicorn mare, blushed, “Ah...uh...y-yes, you could say that. I...uh...I’m taking art classes!”

“You draw...nice...” Fluttershy smiled, “You...um...really captured my image...it’s very lifelike. Oh...i-if you don’t mind my saying so...”

“N-not at all,” the janitor nodded, “Um...sorry to run, but I’ve got other floors to clean. P-pleasure speaking to you...”

And just like that, the janitor was hastily down the stairs, seeming to skip entire floors on her way down.

“Such a strange pony,” Fluttershy thought aloud.

Yes, a strange pony indeed...

And the dark figure, in a few short instants, was gone from the shadowy underbelly of the nearby stairwell, in pursuit of a most curious *new* target...

Tick Tock exhaustively set her things down in her den, taking a deep breath and helping herself to a slice of apple - her superiors always made sure she was given the best foods in her world, and Dolor products were not famed for either their flavor or their nutrition. It was always hard work, walking around even just her own District at such a quick pace, but if Whooves insisted that whatever was happening needed her urgent attention, he was going to get her best work. Relaxed, she clicked her stopwatch and opened the door to her grandfather clock, but did not bother herself with checking around the room. It had been far too long of a day to worry about the petty details, and she wanted to get all of this over with. As she closed the door behind her, she noticed that it didn’t click just right, almost like something had been jammed into it; no matter, she hopefully wouldn’t be in here long and she’d fix it when she was finished.

Briskly trotting over to her communications screen, she clicked a few buttons here and there to open up her emergency channel - that’s where Whooves would most likely prefer to be contacted, given the situation, and would certainly be the channel he was monitoring the most. As expected, he did not take long to answer. His visage appeared on the other end of the monitor, and while he didn’t look particularly distressed, Tick Tock could tell he had been most busy these past several hours. It was nearing daybreak in her own world, and likely in his as well - had he been up all night?

“Tick Tock, thank goodness,” Whooves grinned from the other end, rubbing his eyes, “Things have been holding up pretty well over here for the

past few hours, but I have my doubts it will stay that way for long. Something is *definitely* the matter on my end, and I'm hoping that you're going to help me find out what - or rather, *who*. So, who were they, hmm? Please tell me you have some good news."

"Well, I tried not to let them see me right away," Tick Tock explained as she fumbled with her bag to find her notepad, "I figured if I just came right out and started spouting all the timey-wimey stuff, they'd just panic or get confused, and I certainly don't want to get their hopes up or anything just yet. They're not going home for probably a month anyway, yeah? If they start getting anxious they're liable to break character and start sounding crazy, might make it more difficult to get them sent home later on."

Tick Tock shuffled through her sketchbook and opened it to the last page first. On it was a rough but surprisingly accurate sketch of an earth pony with curly, bouncy hair and a Cutie Mark of three balloons. Tick Tock noted in the margins that the pony was pink. Very pink.

"This first one, they called her...ah...'Pinkie Pie' I believe. Very energetic, kind of eccentric, seemed to know a lot more than she let on, none of the others really paid much attention to it. Kept talking about getting a party set up, bummer all if I know why. I detected some *very* odd energies from her, almost Void-like but not really that...and they didn't seem like harmful energies, whatever they were. I'll have to keep my eye on this one, I guess - wouldn't want some sort of negative reaction when we send her back through, yeah?"

Whooves tapped a hoof to his chin, "She looks familiar...but I can't put my hoof on it just yet. Just keep going, I'll think of it. Who's next?"

Another page turn, this time was a dainty-looking unicorn with a curly, well-groomed mane and tail, three diamonds making up her Cutie Mark. Tick Tock noted she was white with a purple mane, "They called her 'Rarity', and she was a little...ah...overbearing. Very prim, very proper, very tidy. Seemed the most practical of those four, wanted to get settled in, in case they couldn't go home anytime soon," another page flip, this time a short-maned pegasus that Tick Tock noted had rainbow-colored mane and tail, and a lightning bolt-shaped Cutie Mark, "And a 'Rainbow Dash' or 'Dashie' or something like that. Very loud, kind of full of herself, but she

meant well I guess. She seemed like she was trying to be the courage for the entire group, didn't like the thought of staying here. Made a pretty big fuss about it, that and accepting help from strangers."

"Rainbow Dash...Rainbow Dash..." Whooves scratched his head, "Now *that* name sounds familiar, but I'm not quite sure where I remember it from. I seem to remember something about Cloudsdale...a flying competition...hmm. Go on, then, I'll figure it out eventually."

Next, a timid-looking pegasus with a long, flowing mane and tail that Tick Tock noted was very light pink, like the butterflies that composed her Cutie Mark, "One 'Fluttershy' - very quiet, didn't seem to like seeing the other ponies argue. Kind of cute, really lived up to her name too. Got to interact with her a little bit personally - don't worry, I was *undercover*, heh - and she was really sweet. Poor girl. Those four were at their new apartment complex - I went there last, and don't ask me how they found a place to live so quickly. I found the other two being escorted through Database Holdings by an NPPD officer; I guess they got in a little trouble before I found them, likely for not having any ID on them. Let's see..." and she turned a few pages, until she found an earth pony wearing a hat, triple apple Cutie Mark adorning her noted orange flank, "'Applejack'. She looked like she was fitting in pretty nicely here so far, seemed to take a liking to their escort I suppose. I didn't want to arouse any suspicion so I kept my distance from them, just sat at a table nearby. Mentioned working on a farm back home...Sweet Apple Acres? Um...ah, and the last one," and she flipped the page to reveal a unicorn with straight-combed hair and a star-burst Cutie Mark, noted as being a light purple, "Kind of a bookworm, which must be a huge blow for her here, no books and whatnot. I believe...ah...'Twilight...Sprinkle'? No no, 'Sparkle', that's it. Twilight...Whooves, are you okay?"

Doctor Whooves' face had gone white on the other end of the line, "Okay...I recognize *her* for certain."

"Oh? Good! Uh...but...is something the matter? You look like-"

"*That*," Whooves added with a point, "Would be the prized pupil of none other than our fair Princess Celestia herself, and if I am not mistaken in memory from my encounters with her, I *believe* Twilight Sparkle is the Element of Magic - the Princess has referred to her as such on a few

occasions. I don't suppose it would be too much of a stretch to believe the other five, as her friends, just conveniently - or most decidedly *inconveniently* - happen to be the *rest* of the Elements of Harmony, considering the rate of Chaos fluctuations I've been seeing even this early. I *knew* they looked familiar..."

Tick Tock looked back and forth between the sketch and the screen, "The Elements of What-Now?"

Whooves sighed, "Okay, I'm going to have to explain. Now listen good, because you're going to have to go into all this for *them* as well, and they *need* to understand what's going on - *you* need to understand. Each world in the Equestria Multiverse has a very delicate arrangement of the two most basic forms of magic - Law, and Chaos; you know this as well as I do, Tick Tock, but make sure *they* understand it, because this is the entire basis of our problem. Typically, you'd think these two forces would always be in balance, but in what I suppose is the greatest irony, only *yours* has achieved that - *balance*."

"Aye that," Tick Tock nodded, "Ponies seem to forget that balance means *equal*. Most Equestrias have a pretty high imbalance of Law over Chaos..."

"Well, every world also has certain higher forces that represent the two sides. In *my* world, we have ponies that exemplify *individual* aspects of those two forces; they *used* to be just inanimate relics that quite literally sat around and did their job, and now I find it decidedly unfortunate that that is no longer the case, not since that Nightmare Moon debacle; during that event, these forces were transferred from the relics into living ponies. The six mares you have there with you now represent the fundamental concepts of Law magic - we call them the Elements of Harmony; I don't know which of them is which, besides Twilight Sparkle being that of Magic, but the others would be Honesty, Loyalty, Generosity, Kindness, and Laughter, at any rate.

"Like all Equestrias, the powers of Law naturally overpower and seal most all lambent Chaos magicks that the world generates...and that is where our problem lies - the Elements of Harmony have always served as the physical manifestation of that seal. With them *there*, our world is generating Chaos energies at a rather steady pace with nothing to hold it at

bay, and soon enough things are liable to start getting much, *much* worse - our world is not accustomed to *actual* balance, only their misconception of it, and eventually Chaos magic will overpower Law entirely and just imbalance it in the other direction; I know you weren't working back when *your* world went through it's little 'balancing act', but I'm sure your predecessor told you all about how well *that* went. Chaos and Law do *not* play very well together, and with all the lambent Chaos energy in the air I fear that it may begin to have *severe* negative impacts on those who rely on Law magic.

"Celestia's magic runs on Law power, as do all of the unicorns in this world - should any of them be in positions of *importance* that rely on that magic, then things would just fall apart the longer this drags on. I've already seen a few Chaos distortions here and there, and I suspect that more Chaos fields will appear the longer we wait. What just compounds the issue is that the more Law magic is used here, the more drastic the effects will get as the Chaos magic instinctively fights back; it's just going to get worse and worse, faster and faster, if we don't take action soon.

"At my rate of estimation," and Whooves clicked his stopwatch a few times, "We'll be completely seeped in Chaos magic in *probably* about four weeks, and that's being *very* generous - every time anypony casts a spell, that time-frame is going to shrink, so hopefully it won't take long to convince Celestia to have all her unicorn subjects stop using magic, at least until this...*crisis* is averted. Hopefully her sister is also up to the task of raising the sun for a while - her powers run on Chaos magic, after all, so she should be feeling *stronger* soon enough, and within a week or so I suspect she'll have more magical power than Celestia does *now*. So *luckily* she's gotten that whole Nightmare thing out of her system...I hope.

"I can't stress this enough though, Tick Tock. Those ponies need to get home, and *fast*. While four weeks is my *estimate*, I'd say realistically you're looking at *three*. We can't afford to wait around for a month until you start getting natural portals again, we need *you* to make an artificial one for them as soon as possible and get them out of there. If it were just one or two of them I might be able to justify waiting, but *all* of them? That is just *ridiculously* unlucky. I'd try to catch one over here and get to you, but I'd have no way of getting *into* your world from my end without a portal over there anyway. We're in quite a pickle...."

Tick Tock nodded, adjusting her bow-tie in nervousness, "What kind of options do we have?"

"Well...you'd need a *phenomenal* amount of magical power to tear open a portal manually...*no* unicorn is going to have that kind of power, even the Element of Magic. You'd need an *Alicorn* to do it, so...I suppose you're stuck relying on either Harmonia or Discordia."

"And fat chance getting the latter to agree to stopping Chaos from tearing apart another world," Tick Tock sighed, "Even if helping *would* probably re-align the balance in her favor *here* - I suspect their presence in my world is having the opposite affect as it is on yours. Well bugger all, that means I'd have to get them all the way to Utopia, wouldn't it? That's...*not* an easy trip to make. Three weeks, realistically? Well, assuming I can find some way to get us on an aerial route I should be able to manage two weeks; otherwise...I'm not confident in my chances. You're sure there's no other way?"

"It's the only choice we've got," Whooves frowned, "You're going to have to...hmm..."

"...going to have to...what?" Tick Tock raised an eyebrow.

"Sorry, got distracted, I think my vision's getting a mite tired - I haven't slept since we last talked," Whooves shook his head, "I've been up all night doing my calculations and such, and I thought I saw something moving on your end of the screen. It was probably...! *Look out!*"

"What are you-" Tick Tock started to say as she turned around.

A split second later, and Tick Tock would be just a bloody smear on her own video screen, but as luck would have it, she had very good reflexes. The black-clad pegasus was deflected aside, his gleaming dagger bouncing the opposite direction across the room and embedding itself in the floor. Tick Tock breathed anxiously - she had felt the blade just nick her nose, and could actually feel blood begin to slowly clot there. The pegasus did not remain disoriented for long, and was soon upon her again in a violent flash of blue and black.

"What in the *bloody*-" Tick Tock began to curse, cut short by having to duck out of the way of an aerial buck.

"That's the idea," Shadowstep grinned, "Sorry, little clock cleaner, but your *time* has run out."

"The puns just write themselves, don't they? Sometimes I *hate* this job."

Shadowstep wasted no time in unsheathing another knife and barreling towards her with it. He twisted out of the way of a barrage of sparks she fired at him, and swept in to deliver a killing stroke; she ducked and just barely avoided having her horn sliced off, and quickly jabbed her head upwards with a fierce magical push through her horn, sending him rocketing towards the low ceiling. He slammed into it, but seemed less concerned with the minor pain and more pleased with her resolve.

"You've got some fight in you!" he growled, "I haven't had to work for a kill in *ages*, darling...you're making this *fun* again. I'll make your death something *exciting*, as a reward. How does that sound?"

"You picked the wrong pony to mess with, you bleedin' lunatic!" she called out as she deflected another charge, "Who are you? Why are you trying to kill me?"

"I'd go into it, but why waste my breath? You're going to just be a messy afterthought in a few mere moments, I'd wager!"

He rushed at her again, and this time spat his dagger just as she charged her spell. She had to block quicker than she expected to send the dagger flying away, and this distracted her enough to allow him to move in immediately after, and though he was without his weapon it wasn't necessary. He tackled her and they rolled together into a heap and slammed into the doorway to the clock, rolling into the apartment den and crashing through the coffee table, until at last he managed to pin her when they came to a stop at the sofa. She charged another spell to try and force him off, but he was able to resist the pull. He chuckled as he set his hooves to her throat, until she fired a blast of white hot energy into his face. He sputtered as the spark singed his leather mask, and lost his grip.

She blasted another spell at his abdomen and forced him off her enough to get out from under him. He'd only be in pain for a fleeting few

seconds - Law magic could not cause much physical harm - so she quickly had to get ready to defend herself again. Sure enough, as soon as she managed to try and get away, he was on her once more. And once again, their scuffle did not end up neat and tidy and constrained to their original room - Tick Tock managed to buck out of his grip just enough to feel herself tackled again, and she cried out in pain as her face crashed through the glass window of her hundredth story apartment. He still maintained a tight grip, and she felt herself being pulled upwards.

"I've grown tired of this little *game*, Chronomancer. I think it's about time you and I took a little *trip*," he chuckled as he broke through the last layer of smog. It let the two of them get a good, clean look over the entire city, just to give her the sense of nothingness in this world compared to the millions that lived here, "Don't mind the smoggy air - there won't be too much of it when you hit the *ground*."

"Let me go you *maniac*!" Tick Tock yelled as she kicked and squirmed, "W-wait, forget I said-"

"Poor choice of words, my dear!"

So he did. He watched in anticipation and pleasure as she flailed about in the sky, frantically casting a spell as she did; a burst of light, her spell went off. He chuckled to himself - if that had been a teleportation spell, he would've recognized it. No, a totally different spell there, and whatever it had been had clearly not worked. In just a few seconds, she'd be just a greasy pile on the pavement far below. He cracked his neck and took the brief time up here above the smog to take a brisk breath of the much cleaner early morning air.

Ah...perfect.

Shadowstep flapped his wings and slowed his descent as he came to the ground level of the city. It was a pretty lucky point that flying straight down led into a tiny alleyway and not to the roof of some many-storied apartment complex - she might have survived that fall if she were lucky. But oh no, not all the way to the *ground* level. It wouldn't matter where else she'd landed - the street, an alleyway, whatever - so long as he could confirm the kill. He looked about in the alley and tried to find some sort of

hint to her landing spot - assuming she didn't accidentally hit any flying pegasi on the way down or nick a building edge or a clothesline or something, she should be right *here*. There ought to be a neat little impact point at the very least, even if by annoying happenstance somepony had come across her in the short time and moved her. Even if she had collided with anything, she couldn't have strayed too far from the projected landing site.

So where was she?

Where.

Was.

She?

Shadowstep spat into the ground, a little blood mixed in with his saliva. She'd given him quite a fight, and now her lifeless corpse was playing hide-and-seek. It filled him with *rage* that he could not examine his kill, and one he knew would be absolutely imperative to confirm. He knew better than to assume anything until he could see the body - he could not count the number of times he'd survived near fatal wounds and gotten away because his opponent failed to check his body and ensure the job was finished. He even remembered surviving a nasty fall, just like this one, when his wings had been severely crippled; then, he'd crashed into several things on the way down that had slowed his fall but broken his bones and left him in the most agonizing physical pain he'd ever experienced, but it did not compare to his sense of *dread* right now - ***where was her body?***

"Lord Silvertongue is *not* going to be pleased..." Shadowstep swore loudly and circled around again, determined to find where the fall might have deviated her to.

Had he looked up, he might have chanced a sight of a unicorn-shaped figure limping along the top of a cover of smoggy clouds, a slight shimmer of magic beneath her feet...

Chapter Five

Intermission

The dim glow of the massive dining room was barely enough to let anypony inside see much else besides the unnecessarily long table that would typically have the room to seat several dozens; but this morning and most mornings, and most afternoons and nights for that matter, this table and this dining room were being put to use by only one. Silvertongue was seated in an attentive yet relaxed position at one end of the table; on the counter before him sat several plates of food; some remained full, a few were only half-touched, and a couple here and there were empty. Some of the provisions he did not care for and many of them he found revolting, but such was the case when he could not partake in Utopian cuisine. Dolor foods were not known for their flavor or texture, their nutrition, their sustenance, or their appealing appearance, so he elected not to partake in those at all when it could be avoided; he was much more interested in the more exotic foods, that were utterly beyond just hunger-satiating and flavorful and by all means *different*. Foods up here in the north were just *better*, because they were so *difficult* to come by. But Silvertongue was of the opinion that if somepony wasn't willing to risk their lives - or the lives of those beneath them - to attain what they desired, they weren't worthy of participating in the game of life at all.

Magmaberries were his favorite, and as such made up the majority of his diet. Named for the nature of their juicy interiors and their rich color - a deep, burnt red with bright orange and yellow splotches of which no two berries ever had the same pattern - these rare and delicious berries were packed full with enough nutrition and flavor that, were one able to afford the cost, it was possible and *commendable* to live entirely on them and them alone. Extremely spicy, with a savory-sweet aftertaste, all rolled into one delectable little bite-sized fruit that oozed with juices and stung with burning flavor; Silvertongue likened them to eating a candy-coated flame. They went well on their own as snacks and for this they were most exquisite when frozen or deep-fried, but this was not for the faint of heart or stomach; they worked well as toppings or stuffing for pancakes or waffles and even baked goods, where the sugary sweetness helped overpower the heat; they even made good for syrups and sauces and dips, especially when roasted or blended. But his favorite purpose for them, so far above and beyond the others as to compare diamonds to coal?

They were used for the *best* wines in the entire world, extremely strong, enough to knock a wild Gargantuan matriarch on her back with but a single glass; but this rare drink came only through an excruciating process that was substantially more dangerous than just picking the berries themselves. The Redblade Mountains - a range of everlastingly active volcanoes just west of the Gate - were the only home to these berries, which required extreme heat to grow and even *more* extreme temperatures to flourish. The best crops grew right at the edges of dried lava pools and at the volcanic craters, and to make into wine they needed to be pulped immediately after plucking, while their juices were still hot and bubbling like the magma from which they took their name, requiring the pony making it to remain in a fiery, ash-coated wasteland for hours on end, risking life and limb against the blazing heat, the lung-clogging black soot, or worse, a sudden eruption that would sear their flesh and turn their bones to as much as charcoal were they in the wrong place at the wrong time. The fermenting process needed to begin within an hour afterwards, thus necessitating quick travel in a wildly dangerous landscape. But a properly-made bottle of the finest Magmaberry Wine was like sipping emotion *itself*, as if it had been fermented with ecstasy and pleasure and agony and sorrow, and all the best and worst feelings and sensations one pony could ever hope to experience in one lifetime, let alone two or more, all of it flavored as if to match the tastes of the pony drinking it. If you were sad, the wine could send you into a deep depression; were you happy, it would fill you with an

ecstatic elation. It was a dangerous drink, for those who were unstable. Heaven and Hell, together in a glass.

Silvertongue enjoyed his breakfast one little piece at a time, lazily though thoroughly scanning the morning's data report, when he felt another presence in the room with him.

"Ah...Shadowstep," he smiled as he shuffled away his electronic readout, "You have returned from your errands, though with a bit of a delay, I notice. I expected your arrival hours ago, when you wouldn't be *interrupting* my breakfast. I do hope you have some good news for me..."

"Ah...apologies, milord," Shadowstep nervously bowed from the darkness, "Getting the information you requested took longer than I planned. But oh, milord, you will not *believe* the things I learned about our six little targets."

Shadowstep briskly approached the table and took a tiny little device from his ear, and inserted it into a socket on the table's electronic display; as he did so, Silvertongue noted that Shadowstep looked like he had been in quite a scuffle - his uniform had several burn marks and tears, and the young stallion's face and wings and been nicked and bruised in several places. Multiple notices and alerts flickered and faded across the screen ("Apologies milord, ah...it seems I haven't updated my software just yet...heh..."), and with a touch of a hoof, Shadowstep's report opened up, a wide black document with neon green text and highly-detailed full-color images; Silvertongue gazed upon it and began to read along, noting that each section was divided neatly and everything tidily organized; the city may not have much concern for order in their paperwork, but Silvertongue was without the desire to see reports presented directly to him undergo that same treatment. It was a rather strange irony.

"Hmm...I see you spared no expense gathering intel on their personalities," Silvertongue nodded, "That may be advantageous in the future. A commendable effort."

Each of the six ponies from the earlier report had their own tidy section with a wide multitude of notes; Twilight Sparkle's and Applejack's

were noticeably shorter, though not so much so that it was a negative. There was more information here than Silvertongue has initially asked for - Shadowstep had done his job exceedingly well. He could be forgiven for being a little tardy.

Shadowstep swelled with confidence and pride, "I interviewed the NPPD officer that was on the forms," he smirked, "Disguised myself as a CIA agent; she didn't suspect a thing, answered every question, and went into rather excruciating detail about them all. I couldn't get their documentation forms, but got enough info from her directly to lead me to them."

"I certainly hope you were more thorough than that, my boy," Silvertongue narrowed his eyes without removing them from the screen. He knew very well that if the CIA caught wind of this, the Committee would stymie his efforts just by merely being anywhere within a hundred miles of the situation; the damned fools would draw too much attention, alert too many ponies, and probably actively involve themselves with these six mares, and make it that much more difficult to continue with his efforts covertly.

"Of course, milord, took care of her *real* neat and tidy-like, waited until she was about to...ah...*get-off*," he snickered at the double-entendre, even if the meaning was lost to his employer, "No pony will have seen her leave the building, or *not* leave, for that matter. Had to get creative with the clean-up though, avoid suspicion and stuff like that; didn't want to draw any undue attention from the CIA or NPPD. She didn't have family, and had only one friend on the force itself that might be a concern, but ever-so-conveniently he's these six's *parole officer*, so we can easily deal with him...*directly*, if need be."

"Very good, very good. Ah, now *here* is the information I was after," Silvertongue's eyes gleamed as he came to the substance Shadowstep had obtained from the Chronomancer's discussion. He was most pleased in seeing for himself in text and image that his theory had not only been correct, but that it was turning out better than he had imagined. These weren't just any old *average* ponies, "Intriguing...such fascinating information. You obtained this from the Chronomancer, I can assume?" he asked, knowing the answer already but wanting a solid confirmation. It was

never good to make decisions based on an assumption; as the old saying went, well, it would make him look rather the fool.

“Yes, milord. She was talking with another Chronomancer from what I could gather, from their home dimension...I didn’t get much else out of it other than what they said - I don’t really know what to make of it. It’s not my forte,” and he gave a half-hearted shrug.

Silvertongue hummed lightly to himself as he read a little more of the report, somewhat curious about these...*Elements of Harmony* and how their world worked. It seemed familiar and similar enough to his own world’s inner workings that he could grasp the concepts, but everything that was being said seemed a little...*off*. No matter, they would have time to figure that out later if necessary, what was important was, “And did you ensure she would no longer be an obstacle, as I requested?”

Shadowstep hesitated for a mere second, not even long enough for a less-observant pony to notice; but it was enough for *Silvertongue* to notice, and the silver-coated unicorn shot him a glare that spoke many volumes of disappointment. The answer had not been immediate - that could not be any sort of good news, and he knew it. Shadowstep knew better than to lie to Silvertongue - the stallion always seemed to *know* when he was being deceived, “N-no sir, I could not confirm the kill. I dropped her from a few hundred feet above the city, but I couldn’t find the body. I’d like to believe she’s dead, but...well, I know better than that.”

“So...you are unsure if she still breathes and is going to be an ever-persistent thorn in my side, or if she *is* dead and we are just being overly cautious. A waste of time and effort,” Silvertongue sneered in a perfectly calm, almost tranquil *rage*, “At the very least you’re not *stupid* enough to assume she’s dead without the proof. You do not disappoint in that regard, though I am displeased that the Chronomancer still has the possibility of being alive, *especially* since she will likely try to carry out this plan of hers much more abruptly. You’ve forced her hand too quickly...but that might work to my advantage...”

“Sir?”

“Normally...such a display of *incompetence* would earn my wrath,” he glared with such intensity that Shadowstep rather wished he were on the

other side of the planet, let alone the room, "However...the *rest* of the information you have obtained has put me in rather high spirits; you went rather above and beyond my orders in that regard, and I believe I will find it *most* helpful in the near future. I need to begin preparations for the next stage of developments - in the meantime...I will grant you a very *rare* opportunity: a second chance. *Stop* that Chronomancer; do *not* let these...*Elements of Harmony* leave the city. Do I make myself *clear*?"

"...crystal, milord," Shadowstep gulped.

"And one more thing, Shadowstep. I rarely grant second chances. I do *not* grant third ones. Understand?"

"Y-yes, milord."

"Leave me," Silvertongue dismissed, "I require privacy. Contact me again when the situation has *improved*."

Shadowstep nodded, and backed away into the darkness of the room, where he vanished without a trace.

Silvertongue sighed lightly to himself as he perused the report more thoroughly - there was something in all this information that he did not understand quite clearly; rather, it struck him as awfully *peculiar*, and rather...well, there was no sense in dwelling on it. While he knew it would make no difference to his plans or whatever Discordia would desire, that was unimportant, for now at any rate; what was important was alerting Discordia to the developments and devising a plan. He focused his mind and let his essence waft out about him, an aura of magic that would serve as a beacon for his Goddess, and draw her to him like a moth to a flame. She would not take-

"You summoned me, my Warden?"

Her voice came cool and crisp into his brain and flooded his thoughts with a warm sensation. He shuddered at the way it burned her essence into him, a feeling of elation and curiosity, "Milady...I bear news regarding those creatures I discovered." And her spirit sparked with pleasure, sending a shiver down his spine.

“Ah...you flatter me with your efficiency. I am eager to hear how they pertain to the situation...”

Silvertongue began to read off information from Shadowstep's report. Every time certain strings of words were used, different sensations flooded his soul as Discordia's essence fluctuated and flickered in reaction. The thought that another world would soon be in its death throes pleased her, filled her with joy and excited anticipation that made Silvertongue's entire being rise with pleasure; he was in ecstasy, and only maintained a calm and controlled demeanor because of years of posturing and proper etiquette. But the knowledge that these six...these, *Elements of Harmony* - and that word in particular, *Harmony*, filled Discordia with so much dread and hatred and *loathing* that it frightened even Silvertongue for a brief moment, not for his own sake but for hers - were responsible for the imbalance that was beginning to manifest in this world as well as their own; it made Discordia rather...displeased.

But, it also intrigued her, piqued her curiosity. Both she and Silvertongue knew the longer those six remained in this world, the more the imbalance would tilt in Harmonia's favor, and while it would be only a minuscule proportion, it was the the *principle* of the thing that counted. Discordia's initial thoughts were the simply have them destroyed immediately, and be done with it. But something in her Warden's thoughts stirred her own, something about the way he was scrutinizing their personalities and looking for something hidden from plain sight. Perhaps there was more to the situation than its face value?

“My Warden...tell me...” she hissed into his heart, “Were you in these six mares' places...what lengths would you go to to return home?”

“Me, milady?” he raised an eyebrow. A most curious question for her to ask, since she had a full understanding of his mind and soul. A test, then, “You know well by now the lengths to which I will go to accomplish any goal I have set in mind. I have always been...ambitious. Were I in their place...nothing in this world or the next or the in-between could stop me.”

“And I believe they would agree with you, in that regard...” she coolly hummed, “The Chronomancer plans to see Harmonia, does she? She thinks my counterpart will grant them passage, and return them home?”

“So it would seem. It is certainly within her power. Within yours, as well,” Silvertongue nodded, “I suspect that you do not wish to utilize that might for their benefit, naturally. We can deal with a little...imbalance, for a time, and simply let their world be destroyed before we deal with them. I’d consider it an experiment - let us see what the effects of full-blown *dark* magicks have upon a world with no way to stop the flow. The report says the Chronomancer believed as much...hence why she seeks Harmonia instead. But we cannot just allow them to roam free...”

“Then perhaps we can...*convince* them that their new ally, the Chronomancer, is misleading them. Convince them that perhaps Harmonia is not as benevolent as she seems...”

Silvertongue looked over the brief details in the report that he felt played a role here, and his eyes brightened when he made the connection. It was brilliant, and it made him all the more thankful for Shadowstep’s thorough investigation. This would not prove difficult, not at all. Well, at least...conceptually, “Turning them against Harmonia will not be an easy task, milady. She shares their qualities in a great many ways, and we both know full well that she will do what she can to help them once they meet her. Perhaps...perhaps instead, if we *corrupted* them?”

“Corrupted, my Warden?” her voice floated, curious and cold like icy water in his veins, “An unorthodox plan. I cannot corrupt them quite the same as I have done in the past with *others*,” she hissed, discontent with the inability to interfere directly. Her magic could not touch their minds as it could with her Warden, even if they had the physical or mental capacity to even comprehend her existence. Their souls were too bright, her powers too dark to touch their light; well, at least they were in their *current* state.

Silvertongue smirked, a smug grin that hinted at a darker intention, “Ah, but milady, perhaps *you* won’t need to corrupt them, at least not personally. Perhaps somepony *e/se* could accomplish such a task.”

“You, perhaps?” she laughed, “I did not think you liked to dirty your hands with menial labor anymore, always preferring to command from afar, and manipulate your pawns.”

“Me? You misunderstand my intentions, milady,” he grinned wider, “I am not in the position to carry out such an errand anyway. While I have a

simple understanding of their personalities, there are a great many things I lack that I would need to corrupt them adequately, to make them truly believe my words over those of their new ally, who is promising them a way home. I do not have an intimate knowledge of their psyches, their hearts' desires, their hopes and dreams, or of the qualities of their souls. I do not know how deeply connected they are amongst themselves, nor do I know which *particular* buttons to push to elicit reactions. And further, I do not even know which of them exemplifies which *Element*, apart from Twilight Sparkle; though, I may be able to fathom a guess to a few, another failing of the Chronomancer's ability, unless she is merely not speaking her mind. No, I do not believe I am qualified to corrupt them."

"...you have a plan in mind already, my Warden," Discordia cooed as she felt her way through his thoughts. His plan wafted through the Dreaming, and she picked it apart and understood it as if it had been her own. She was elated to find her Warden was such a resourceful thinker, but then again he always had been, "Ah...you are a most *devious* schemer. If we cannot corrupt them directly, perhaps we can do so...*indirectly*. A brilliant idea..."

"I thank you, milady, for your praise," he smiled, feeling a tear come to his eye as the sensations of warm pride filled his heart, "I shall begin my task right away - should that accursed Chronomancer truly still be alive, I will need to work quickly to complete this plan before she renders it difficult to accomplish covertly. If the Chronomancer *has* perished, then we may merely need to adjust our plans slightly. This is a satisfactory foundation, regardless of the circumstances, wouldn't you agree?"

"I will leave you to your work, my Warden. Call to me again when you are ready...and I will assist you with the final phase. Until then, I must monitor the Belt of Tranquility and continue my observations of their effect on the balance here."

"Aye, milady. I thank you for your blessings..." And he felt Discordia's essence leave his mind and spirit. Shaking off the feeling of emptiness, a sensation he would never grow accustomed to no matter how many times over how many years he had experienced it, he clicked a button on the table, turning on the intercom, "Shroud."

"Yes, milord?"

“I need you to make a few...calls...”

And if you call now, we'll send, absol- *CLICK* -ast off those lines, you scurvy d- *CLICK* -ave news, Glorious. I'm pregna- *CLICK* -ting cakes is easy and fun! Just take- *CLICK*

“Heeeeyy, I was watching that...” Pinkie Pie frowned.

Flathoof had taken the remote control from her hoof and gave her a stern look, “We can watch your cooking program later, Pinkie Pie. It's almost seven o'clock, and I need to watch the news.”

“Awww...” she pouted.

CLICK

The jingle played over the background of the opening titles for the news program, which displaying many sweeping vistas of New Pandemonium City. Gold text, bright and shiny and reflecting light that wasn't actually there, floated slowly down from the upper corner of the screen and twisted through the center, to surround a circular silver emblem that zoomed in from the background, bearing a large, glittering number one.

“You are watching Channel One Eyewitness News in the Morning. With Daybreak-”

And the text was swept off the screen to reveal the moving image of a unicorn stallion with a golden coat and a short bright blue mane, wearing a fancy brown business suit and tie and giving a broad, rehearsed grin to the audience. His name was highlighted in bright bronze letters in the lower corner of the screen.

“-and Butter Pecan in the studio-”

The image of a white earth pony mare replaced that of Daybreak, her curly creamy blond mane matching the color of her own suit (no tie). She gave a broad grin to the audience as well.

“Featuring Meteorologist, Clarity, with the weather-”

Now a dull brown pegasus mare, shiny black mane in a neat, slicked-back style, and a dusty blue jacket.

“Stalwart with sports-”

A burly sky blue earth pony with a short brown mane, whose coat and tie were clearly being stretched to their limit to fit his physique. He didn't really smile at the audience, so much as gave them an assured, confident nod.

“And Skyline with traffic-”

A lithe pegasus stallion, sea green in color with a whitish-green mane styled back in a ponytail, wearing a decorated flight jacket and a pair of goggles (“Hey, that pony's got *style*”, Rainbow Dash chuckled, “He might be almost as cool as *me*.”).

“This...is Channel One Eyewitness News in the Morning...”

“Good morning everypony,” greeted Daybreak with a smile, “Today's top stories: Hoof Rot season, already? New Pandemonium Medical reports a rise in reports of the serious disease early this year, and are recommending action be taken by every citizen to prevent the spread. And the major fire in the northeast section of the Outer District from yesterday has still not been contained by New Pandemonium Fire Brigade, and is beginning to spread further outwards in the district. Authorities are worried it may soon spread into Mid-East if efforts to stop it fail. First though here's your weekly weather forecast with Clarity.”

The camera panned over to the pegasus mare, Clarity, who was standing in front of a large green screen, that quickly flickered and hummed to reveal a map of the city with lots of colored splotches plastered across it. It was the first time any of the six mares from Ponyville had seen what New Pandemonium City looked like as a whole, and it came as a surprise to them just how *big* it was. The map was perfectly circular, almost ironically organized and divided into very precise Districts. In the center was the Inner District, the smallest of the three major divisions; just beyond that and covering roughly twice the area, were the Mid Districts. They saw theirs - Mid-South - was covered in the least of the colors, outside of the Inner Districts (Flathoof pointed out, when asked, that the Inner Districts employed teams of pegasi to clear the smog, not unlike the weather teams

they had back home. Central Plaza employed some as well, but not as many and they weren't as good either, but they were better than nothing). The Outer District covered double the area of the Mid Districts, and was divided into two sections - the Outer District itself, and the much smaller area in the southeast called the Gate District.

Clarity lazily pointed out a bunch of the splotches of color, and as she traced her hoof along the map the image slowly changed to reflect the movement of the colors which, according to her, represented the major smog clouds. She didn't seem particularly fascinated with her job, "Weather forecast for this week," she said in a bored, lazy tone, "Smog today, smog tomorrow, more smog the day after that - smog all week folks, nothing new. Temperatures are staying steady in the mid-80's, though citizens in Mid-East may notice temperature spikes as that big fire starts moving towards them. I recommend turning on your air-conditioning..." and she yawned, then pointed to a big red cloud over Mid-West, "Citizens of Mid-West are advised not to go outside without protective gear for the next three days, starting tonight; all signs point to a wild acid rain storm. Weather teams from Mid-South and the Inner Districts will attempt to divert it but are not expecting to be able to do much except contain it. That's all for the weather, but we'll be back for a second look at the end of today's reports. Back to you, Daybreak..." and she yawned again.

"Thanks Clarity," Daybreak beamed, "Now over to Skyline with the morning's traffic report. Skyline?"

And the camera switched from in the studio to that of the pegasus stallion, Skyline, who was holding it steady as he flew through a few smog layers above a particularly busy area of the city. Pegasus ponies everywhere were busy flying and dodging one another for seemingly almost no reason at all. Rainbow Dash looked over to Pinkie Pie and shrugged, curious why nopony just...flew in another direction. They all seemed to be constraining themselves to remain between two lines of bright green floating lights that winded through the taller buildings, and then between the many lines of shining white lines that passed in between those; pegasi on one side of a bright blue divider were flying north, the other side were flying south. The northbound side was where most of the trouble came in, as several of the bright white lines were flashing red.

“Thanks, Daybreak. As you can see here, to all you pegasi out there it might be a good idea to steer clear of Northbound Air Intercity Thirteen, there is pretty heavy congestion this morning caused by a malfunction in the three of the four Guiding Lanes; traffic control estimates a three-to-four hour delay for repairs. I’d recommend taking Ground Intercity Thirteen instead if you’re headed for Mid-North, and either Air Intercity Twelve or Fourteen if you’re headed anywhere else. To all of our unicorn and earth pony pedestrians down there, please be on the look-out for wayward pegasi taking illegal highway exits. NPPD units are already en route to try and direct the flow of traffic, estimated arrival time is in one hour. Now back to you in the studio.”

“Thank you, Skyline. We’ll be back to you for an update shortly,” Daybreak nodded, “Now to Butter Pecan with our first top story of the day. Pecan?”

Butter Pecan spoke in a cheerful, though focused tone as the camera shifted to her, “Good morning everypony. Today’s top story - Hoof Rot Season is striking our fair city early this year, and there have already been numerous reports of it spreading quickly through some of the Outer District areas. Doctors are recommending immunization measures be taken as soon as possible. We have more from our correspondent at Central General, Hotwire.”

The camera shifted from the studio again to a young unicorn stallion standing in a pristine white hallway. He had a shiny purple coat and neatly a combed orange mane with splotches of red in it, wearing a dull red jacket and holding a microphone with his magic. To his left stood another unicorn with an off-white coat and olive green mane and tail that spiked out and stood at attention, as if they weren’t really hair but rather metal or wood or something solid (“Oh my, he must use a *ton* of product to get them to stay so straight,” Rarity cooed, “What an interesting style.”). One couldn’t see his eyes - they were hidden behind large lab goggles. He wore a creamy brownish-white lab coat that draped all around his form.

“Thank you Butter Pecan,” Hotwire nodded, “I’m here at Central General where the reports of Hoof Rot being on the rise early this season were first discovered. With me is the Committee-approved Chief of Medicine here at Central General, Doctor Blutsauger,” and the white

unicorn nodded with a soft smile, "Doctor, tell us a little more about what exactly you've discovered."

"Ja, vell, zee past few hours vee have been gettink calls from our clinics in zee Outer District about Hoof Rot incidents. Typically Hoof Rot is a late Vinter, early Spring illness, und ponies would have plenty of time to get zeir annual immunization shots if zey haven't already. But if Hoof Rot vere to begin spreadink early, before most of zee city got zeir immunizations? Vee'd be lookink at...an epidemic."

"What sorts of actions are being taken to prevent such an occurrence?"

"I have spoken vis zee Committee directly und shown zem mein research - zey agree vis me zat it would be better to practice caution zan to risk toyink vis zee lives of our citizens. I believe your studio vill be gettink zeir issued mandate soon."

"Mandate, doctor?"

"I know zere are many ponies in zee city zat do not listen to medical reports or even vatch zee news, und I requested zee Committee take responsibility to ensure zat all ponies in zee city take action to prevent zis possible catastrophe. Immunization shots are free to all ponies vis valid identification, und all of our clinics are open twenty-four hours a day, so zere really is no excuse."

"I see. For those at home watching, what are the symptoms of Hoof Rot, so they may know which ponies to avoid to prevent infection?"

"Ja, of course. Hoof Rot comes in stages, und luckily vee are only in zee first stage of zee disease's run; first stage sufferers of Hoof Rot vill have tiny green or red splotches or varts on zeir hooves - unicorns may also have similar blemishes on zeir horns, as zey are similarly affected. Hoof Rot is *highly* contagious - do not touch anypony zat shows zee symptoms, do not let zem breaze on you, do not interact with zem."

"Thank you, doctor, for your time."

"Always a pleasure to do a service for zis great city."

“This has been Hotwire reporting for Channel One, back to you in the studio.”

The camera returned to the studio view, where Butter Pecan was shuffling a paper she had just been handed.

“Thank you, Hotwire, and thank you Doctor Blutsauger. As noted in the report, we have just received the Committee’s Mandate. Issued one hour ago this morning, the Committee has issued an order that all citizens without up-to-date Hoof Rot immunization records in the past thirty days are to report to their nearest New Pandemonium Medical Clinic as soon as possible. They have also issued that anypony that does not get their immunization shots within the next twenty-four hours is subject to forced admission by order of the New Pandemonium Police Department. This mandate is going to be aired on all stations within the next fifteen minutes and through the rest of the day, and broadcast hourly on the public broadcast system. Daybreak?”

“Thank you, Butt-”

CLICK

“Come on then ladies, you heard the...lady...” Flathoof grunted.

“What?” Rainbow Dash blinked, “Already? We have all day, don’t we? What’s the big rush?”

“If I’d known about this blasted report, I would’ve had all of you at Central General an hour ago, when the Mandate was issued,” Flathoof sighed, clearly flustered at suddenly having actual work to do this early in the day, “This is one of the most congested sub-sectors of the city, and the closest Clinic to us is the busiest Clinic in the entire Mid-District collection. I’m certain ponies are already starting to make their way there, and I’d really like to get this done before too long, but the longer we wait, the longer we’ll *have* to wait. So enough arguing, let’s get moving. Hop to it.”

Twilight Sparkle stood up and began to mimic Flathoof’s words, “You heard him, girls, let’s get going. Chop chop.”

“Awww...b-but-” Rainbow blurted, “They were about to get to sports. I want to see if they have a Skyball league here.”

Rarity sighed and rolled her eyes, “Honestly, Rainbow Dash, why do you have to be so *argumentative*?”

“I am *not* arguing, I’m just sayin’ I don’t know why we have to be in such a rush,” Rainbow glared, “You’re the one who seems to want to start the arguments, not me. Like right now, I’m just sayin’ stuff and you’re trying to get into it with me.”

“...oh dear...” Fluttershy peeped, “Here we go again...”

“Good heavens darling, I have never heard such an *inaccurate* statement. *You’re* the one who started all the fuss *last* time about-”

“*Me?* *You’re* the one who started it, making a big deal about how I was cleanin’ things up! What was all that ‘oh Rainbow I know you can’t clean worth a dang because you used to live in a cloud’ stuff? Huh?”

“I was merely making an *observation*,” Rarity humphed, “You’re the one who went off on a tangent about ‘homes’ and things like that.”

“Girls!” Twilight stamped a hoof, “Really, this is neither the time or place for this sort of thing.”

“But-” both Rainbow and Rarity frowned.

“Y’all heard Twilight,” Applejack stepped in, “Let’s just get this over with, no fussin’ around. I reckon it won’t take that long, an’ we can get back home an’ start gettin’ to work on more important things. If y’all wanna argue, do it later.” Applejack was actually secretly, and rather ashamedly, sort of glad that they *had* been arguing. If Rarity had found somepony else to get into it with, that meant less of a headache for herself.

“I just wanted to see if they had a Skyball league...” Rainbow sighed, “Geez, sports was next anyway, it wouldn’t have taken that long...”

“That can wait for later, this is *important*. Do *you* want to get Hoof Rot?” Twilight said sternly.

“Well...no, but I mean...it’s not that big of a deal,” Rainbow shrugged, “Pfft, we have that stuff back home too, they’re making it sound like it’s super serious and-”

“That’s because *maybe*, don’t you think, it *is* a serious illness over here?” Twilight chastised, “It might not be that big of a deal back home - just get some bed rest and drink some medicinal teas, plenty of foods, all that stuff; but here, they’re making it sound like it could be *deadly*. Multiple stages? Hoof Rot back home doesn’t work like that. It just makes you smell for a bit.”

“You all must have it pretty lucky in Utopia,” Flathoof blinked, “To have Hoof Rot be treated like just a common cold.”

“Even then, it *is* a most dreadful little illness,” Rarity shuddered, “Oh my, I remember having it once as a little filly, made my hooves smell just *awful* for a whole week. Since then I’ve taken great care to watch my health and avoid catching it again. It would drive away business!”

Pinkie Pie giggled, “I remember when me and my sisters all had it at the same time; they had to declare our rock farm a Class Five Smelly Zone! It was really hard to try and throw parties in all that stink, and it was just the three of us so we really couldn’t get any supplies or nothin’; Mom and Pop couldn’t come anywhere near us and it was really awful, I didn’t like it all that much. But I mean, you’d have to be a *crazy* pony to actually *like* having Hoof Rot.”

“Fine, fine,” Rainbow held her hooves up, “I didn’t mean to sound like I didn’t want to get this done at all, I was just wondering what the dang rush was for, geez. No need to bite my head off.”

“What would your head even taste like?” Pinkie tapped a hoof to her chin, “Hmm...I wonder if it tastes anything like your-”

“*PINKIE PIE!*” Rainbow flustered, “Geez! They don’t need to hear that!”

“What? I was just gonna say ‘your favorite candy’...y’know, Rainbow Drops? Pfft, what did you *think* I was gonna say?”

Twilight facehoofed, "Girls, please. Can we just get going? I'd like to get this done as soon as possible. Right, Officer Flathoof?"

Flathoof sighed and nodded, looking at the clock face on the nearby wall, "We're probably already running a little late..."

New Pandemonium Medical's Central General Clinic was probably the least impressive building they'd seen thus far...maybe more so that NPPD Central Station, but not by much. It was shorter than the other buildings by a fair margin - this one didn't tower above all the others nearby, and was actually fairly well overshadowed by its neighbors. It wasn't even particularly wide like Southeast Point or even Central Database Holdings were. It was still very big, to be sure - easily large enough to hold a few thousand ponies, as Flathoof explained, but it wasn't until he told them that it had a very large *underground* portion too that they understood how that was physically possible. That was where they had to do some of the more serious treatments, to avoid contamination from any smog residue on the surface levels. The building was an extremely contrasting dirty *white* in comparison to the rest of the nearby buildings which were all tar or brick or soot-colored, much like even the rest of the city that they'd seen thus far, and seemed *almost* hygienic and sterile, were it only cleaned a bit. Large red crosses adorned many of the building's features, and a particularly large one was plastered just above the large four-piece doors at the front - enough to let a few dozen ponies in and out of the entrance at once, likely to accommodate room for stretchers, beds, or other equipment - and this one had bright golden letters emboldened across it reading out the name of the building.

"See, I told you," Flathoof pointed as they entered the sliding quad doors to the building. Twilight Sparkle and her friends' jaws all collectively dropped at the sight of so many ponies in one tightly-packed little place. There was a line of ponies stretching all the way down the long hallway ahead of them and it looked like it was even going all the way around the corner in the distance, and they couldn't guess where it went from there. A little sign-post at the end of the line here by the door indicated this line was for Hoof Rot immunization shots, and a little digital display on it gave a readout of the expected wait time. *This* was what made the group's heads

spin - it said *fifteen hours*...no wait, it just clicked again; now it said fifteen hours, *thirty minutes*. The ponies at the very end of the line had apparently wisely anticipated the wait time and like many others ahead in the line, had brought cushions for to sit on and little bags of snacks and drinks to partake in while they waited. Rainbow Dash, in particular, related the line to the ones she had waited in as a filly to get tickets to Wonderbolts shows...but fifteen *hours*? Even the Wonderbolts weren't *that* popular.

"Geez...you weren't kidding," Rainbow sighed, "Sorry I held us up. If I'd known-"

"It wouldn't have made much difference," Flathoof sighed, "Maybe saved you all at most fifteen or twenty minutes if we'd gotten here ten minutes ago, I don't know. Listen, you six go ahead and get in line, I'll see if I can find something out from the nurse station. I might not be Lockwood, but maybe I can try and get us some sort of a...I dunno, *something*."

Flathoof trotted a ways away from the six mares as they took up positions in line, and rang a bell at the nurse station. A white pegasus mare came out of the nearby room, clad in a white uniform and a little cap with a red cross.

"Can I help you...ah, officer?"

"Yes, well...maybe," Flathoof smiled, trying his best to work some kind of charm. That's how Lockwood always did it, certainly that might help here even if he wasn't quite used to those methods. He figured that trying to be assertive and demanding would not work out any better here than it had at Central Database Holdings, "I'm the parole officer for those six mares over there," and he pointed at his parolees, "And was wondering if there was anything you could do to maybe help me get their shots a little...ah...sooner?"

The nurse narrowed her eyes and frowned, "You're kidding...right? You want me to try and skip six mares ahead of a fifteen hour line? You must be out of your mind."

"...eh heh...I...I know it sounds a little selfish," Flathoof smiled calmly as he tugged his collar, "But they're new in the city, see, and don't even have last year's shots. I'm worried something-"

“Look, as much as I’m *sure* that’s the case, I simply can’t just break protocol and skip them all ahead. This place is a zoo already, can you imagine the kind of chaos that skipping a few mares ahead of the line will cause? If you think you can hold off a riot all by yourself then feel free to convince me otherwise.”

Flathoof sighed. So much for trying it Lockwood’s way. Lockwood must’ve had some sort of special technique he was unaware of, “Fine, it was worth a try...thanks for your time...” He dejectedly walked away and returned to the other mares, “Sorry ladies, no luck. I’m sure Lockwood might’ve been able to do something - knowing him he probably knows half the staff here, heh. We’ll just have to tough it out.”

“Awww...geez...” Rainbow groaned, “This is gonna be so boring...”

“Aw, take it easy sugarcube,” Applejack chuckled, “At least we all got company, yeah?”

“Yeah...I guess...”

“...um...maybe we should think of something to...to talk about? To pass the...um...time?” Fluttershy weakly suggested, “I mean...if...if you want to...”

“Ooh! Ooh! We should play a game!” Pinkie Pie grinned, “Okay, um...I Spy, with my little eye...um...something white!”

“Is it *me*?” asked Rarity with confidence.

“Nnnnope!”

Rarity frowned, “Well...hmpf, she *a/ways* picks me with that color...”

“Is it...um...” Fluttershy said quietly, “The...nurse’s gown?”

“Nnnnope!”

“Is it the floor?” Rainbow sighed.

“Pfft, what? The floor is *clearly* beige, Dashie,” Pinkie chuckled, then did her best Rarity impression, “I mean, *really*, Rainbow Dash? I know Rarity’s the fashion expert here and all, but you can’t tell the difference between *beige* and *white*?”

“Well it *used* to be white,” Rainbow scuffed at a tile, revealing how much dirt was caked on it, “If they ever *cleaned* it.”

Rarity laughed, “I never thought I’d hear that sort of thing from *you*.”

“C’mon you guys, you gotta keep tryin’!” Pinkie pouted, “Something white!”

Twilight rolled her eyes, “The lights?”

“Nnnnope!”

“The...uh...the *ceilin*?” Applejack blinked.

“You guys are terrible!” Pinkie sighed, “Something *white*!”

“I give up!” Rainbow blurted, “Come on, Pinkie, everything *here* is nearly white! It’s a hospital! *What did you pick?!*”

Pinkie Pie pointed right at Flathoof, who nervously shied away a little from her accusing hoof as it scrolled down his face, to his chest, to his badge, to the NPPD motto scrawled there in *white writing* - “**It’s a Living**”.

“Oh for the love of-” Twilight groaned, “We can’t even *read* that from here!”

“I thought it was a reflection of the light!” Rarity fumed, “Really, Pinkie Pie? *Really?*”

“Ugh...*moving on*...” Rainbow sighed, “Hey, I know what we can talk about! Twilight, how did last night go? Find out anything about getting ho-” and she remembered Flathoof was just a few feet away, “...a...uh...a job?”

“Oh, right,” Twilight smiled, “Well, the Chief Librarian said I was more than qualified for the position and wants me to go back...tonight...oh, shoot.

How am I going to go in for an interview if I'm standing in line waiting for a shot? Do you think he'd understand?"

Flathoof nodded, "For a Committee Mandate I'm sure he'd make an exception. Heck, if it were my guess he might even be in this same line here, assuming he lives in Central Plaza."

"Did you find anything *else* out, Twilight?" Rainbow nudged, then in a slightly hushed whisper added, "Y'know, anything *important*?"

Twilight blinked for a moment in thought, then gave a face of realization, "Ah, oh...um...right. Well no, I couldn't find out...what I was hoping to. I didn't have much time to do my research, sadly. I had planned on spending all of today there and trying to find out some more but-"

"Excuse me, officer?"

The nurse had come over specifically to speak to them. Flathoof hadn't noticed her walking over and was taken a little by surprise.

"Ah...um, yes?" he blinked.

"It would seem there was a misunderstanding," she nervously chuckled, "You said your parolees were new citizens, right? Well maybe there *is* something I can do for you then."

"Oh?" Flathoof said in genuine elated surprise, "Oh! That's good news. Great news!"

"Now...since they're new citizens and all that, they're going to have to go through a routine physical and get some blood-work done," she explained, "Nothing special. We only have one doctor on staff that can do this right now, that's why I didn't think of it before; most of the doctoral staff doesn't report in until late morning. But you're in luck - our Chief of Medicine had to be here early today to be interviewed for the news report. I've already spoken with his secretary and she says he's agreeing to do it...though not without resistance. Heh."

“Doctor Blutsauger?” Flathoof blinked, “The Chief of Medicine is going to give my parolees...a standard medical exam? Isn’t that a bit beneath his station?”

“Yes, typically,” the nurse nodded quickly, “But the Hospital Board would want him to do it anyway, since ah...” and she leaned in a little and hushed her voice, “We get tax breaks whenever new citizens get fresh medical records, kinda like your NPPD does, yeah? Every little bit helps, if you catch my drift.”

Flathoof would have rolled his eyes and sighed would that not have been in bad taste - he was unaware that NPM operated under the same rules as seemingly every other major government-sanctioned department. Money was money. So he just nodded and smiled, “Thank you. I appreciate this...Nurse...?”

“Tenderheart,” she nodded, “And...uh...don’t thank me, I’m just doing my job, and to tell the truth this might put me in good graces with the Board. We *have* been a little short on funding lately. All these free immunizations are expensive, and we had to call in extra staff members to see that the line moved as quickly as possible, as well as monitor our actual patients and the like. Pfft...if the actual *doctors* were showing up at a decent hour, this line would be half as long.”

“Right...” Flathoof nodded.

She handed him a card, “Here, give this to his secretary, tell her I sent you and she’ll admit your parolees no problem. She’s expecting you. Take the elevator,” and she pointed down another hallway that ran perpendicular to the long one they were already standing in, “Up to the eighth floor. Take a right, down the hall until you reach the big *wooden* door on your right-hand side, just before you turn the corner at the end - that’s Doctor Blutsauger’s office.”

Flathoof nodded again and took the card, “Thank you again, Nurse Tenderheart. Come on, ladies, we’re in luck.”

“Thank *goodness*,” Twilight sighed, “Hopefully this won’t take quite as long, right?”

“It shouldn’t,” Flathoof shook his head as he led them towards the elevators, “Well, the examination part at least. Those don’t take very long at all. I haven’t been in for blood-work since I was a rookie - part of joining the force and all - and I don’t remember how long that took. Either way it’s *not* going to take fifteen hours, heh. I dunno...maybe thirty...forty-five minutes for each of you? Longer than just getting a shot, but hey, we don’t have to wait in line, right?”

“Well *that’s* a relief,” Rainbow breathed.

The elevators here at Central General were much larger than those and NPPD Central Station, so nopony had to be squished next to anypony else. *ding* *ding* *ding* *ding* *ding* *ding* *ding* Eighth floor. This floor was...*nice*. While the lobby had been a somewhat filthy white - clean enough to be passable, but not really sterile or hygeinic - this floor felt more like that of a high-rise office building, like it didn’t even belong in Central Plaza, let alone the entirety of all the Mid-Districts, and certainly not like it was part of a hospital. The floor was carpeted, the walls and ceiling were a pristine white. It was clear to Flathoof where NPM spent a great deal of their extra tax bits, and while it made him sick thinking about how many of those bits were likely his and his family’s, he knew he was up here getting things done for somepony in need; there would be time to be upset about the wastefulness later. Down the hall, right-hand side just before the corner - ah, here it was, a big door made of what seemed to be a blackened wood that none of them recognized, marked by what looked like a solid *gold* placard that read “Dr. Blutsauger, MD - Chief of Medicine”.

Upon entering, they saw his secretary, a dulled blue unicorn mare with curly white hair, wearing a professional-looking business suit. She was busy filling out some paperwork when they walked in, and hardly noticed them until Flathoof coughed and stepped up to her.

“Can I help you?” she asked without looking up from her work.

Flathoof set the business card he’d been given onto her desk, “We were sent up here from Nurse Tenderheart to see Doctor Blutsauger. Something about getting-”

“Ah, right, I got her message a few minutes ago. You should count yourselves lucky that Doctor Blutsauger is even *here* this early, but what

can you do when we have a possible epidemic on our hooves, hmm? These six mares are the patients then, yes? May I see their identifications?" The six all hastily fumbled through their outfits to find where they'd stored their ID cards, then presented them. The secretary looked over each carefully and entered their information into her computer station, "Hmm, it looks like Tenderheart was right - they don't have any medical records on file. They just got into the city yesterday afternoon, did they? They got their identifications awfully fast, and already they're getting medical records taken care of and everything, hmm? Good for you, it's not often we see new ponies take such quick action. Wait here, I'll inform the doctor you've arrived."

"Thank you," Flathoof nodded.

She left the room and headed through the large door behind her that led into Doctor Blutsauger's personal office. Flathoof breathed a sigh of relief, as did Twilight and her friends.

"This is going pretty smoothly," Twilight smiled, "I was worried when we first got here that everypony was going to be unhelpful and rude, like the first few we met. It's nice to see there are other ponies around here that are like you and Mister Lockwood."

"Hmph," Rainbow grunted, "This all seems a little fishy, if you ask me."

"Aw, c'mon Dashie," Pinkie grinned, "Everypony's gotta get lucky sometimes, right? Why, I remember when I was just a little twinkie Pinkie, growing up on my family's rock farm, when I saw a moving rock and got really scared because, hey, rocks don't move on their own! But it turned out it wasn't a rock, it was a rock *lobster*, my Mom and Pop were super excited because those are worth so much money to rich ponies and stuff as pets, so we sold it and then we decided to take a vacation at the beach with the bits we made, and everypony got matching towels and-"

Rainbow leaned over to Rarity, who she figured would know, "What the hay is a rock lobster?"

"-so we were headed there and we saw a sign on the road that said fifteen miles to the-

Rarity shook her head, "Never heard of one. Fluttershy?"

"-and it was set way back in the middle of a field, which seems like a really weird place to put a place called the Love Shack but I dunno, I guess everypony likes their privacy every now and then, right? So yeah, it was just a funky old shack, and-"

Fluttershy peeped, "...um...they're little critters that use rocks for their homes, using them kind of...like a shell. But...um...they typically don't live where Pinkie Pie lived. They live by the ocean...usually under docks..."

"-so we took it hip to hip, rocking through the wilderness, which was really fun! Mom and Pop never much liked to dance except at my parties so it was really neat to see than having such a good time. I told 'em, 'Mom, Pop, you gotta roam if you want to, even without wings or wheels or-"

"So what the hay is one doing on her farm?" Rainbow blurted, "Pinkie Pie! Your story doesn't make any sense!"

"-and it had pink air, which I thought was *super* cool 'cause I'm pink and stuff and I thought maybe the air would taste different but it didn't really, so I was kinda disappointed. All the trees were red though which was weird, I thought maybe they were like, licorice or something, but nope! So then-"

Flathoof held his face with a hoof, "I swear, if I have to hear one more of these crazy stories..."

Their attentions were diverted away from Pinkie Pie's bizarre tale when the large double doors leading into the office opened and the secretary reappeared, "Doctor Blutsauger will see you now. One at a time-" she quickly added when all six mares took a step forward, "And he insists on doing it alphabetically. That means you're first, Miss...Applejack?"

"Ah...well, okay I guess," Applejack nodded as she trotted forward and past the secretary.

Applejack walked into the office and nearly jumped at the sound of the big doors snapping closed behind her. Doctor Blutsauger's office

was...well, to put it lightly it was fancy. Richly decorated and filled with all sorts of unique and exotic décor, all of which were eerily medically-themed, the whole place rather put Applejack on edge. The massive wall of degrees and qualifications somewhat eased her trepidation – he was clearly not just a doctor, not even just a good doctor, but a highly-decorated expert in his field (rather, fields, given the amount of degrees on the wall), though she didn't know any of the many different specializations; there were degrees here for Cardiology, Hematology, and a few others, none of which she knew the nature of nor really cared to know, truth be told. The carpet was lavish and felt comfortable under her hooves, oddly enough like walking in freshly-cut, crisp grass; there were no windows, no viewpoints into the outside world at all, and she actually preferred it that way since the big city was still unsettling to her. Along one of the walls was a display of many...*items*, for lack of a better term for them – most of them were jars filled with a clear though greenish liquid that she figured must have some sort of preserving effect on what was also in the jars; she'd never paid much attention in school during biology lessons, but she figured out that a few of the objects in those jars were...*organs*. Well for certain now Applejack was less at ease with the whole room, and wondered how Doctor Blutsauger expected a wall full of pony organs to really soothe anypony that came in here.

The Doctor himself soon exited from a nearby side room, using his magic to organize some clipboards, pens, and a few needles and other tools, “Ah, Miss Applejack, ja? Vunderbar, let's get zis ordeal over vis. I did not expect to be comink in today to give physicals und do zee blasted Hoof Rot shots meinself, but business is business. Let's take care of a few measurements first. Step over to zee device here please,” and he gestured to a machine that Applejack thought looked similar to a scale. She stepped on it, and he came over and began adjusting knobs and levers on the panel, “Now zen, I understand you are from Utopia, ja? Did you take a physical over zere any time recently?”

Applejack thought for a moment, and remembered a doctor's visit she'd taken a little while before all of this, to see about a pain in one of her forelegs, “Ah, yeah, some few months ago.”

“Do you remember any of zee measurements you vere given?”

“Measurements?”

“Ja, your height, veight, zings like zat? I’d like to have zem for comparison, in case zere is a large difference in zee numbers. Helps to see if you’ve grown or shrunk in figure, ja? To learn if perhaps zere is something in your daily routine or diet zat may be affectink you.”

“Ah, okay. Um...I...I don’t rightly remember. I ain’t that good with numbers, see, and-”

“Fine fine, it’s no big issue,” he dismissed, “Vee can vorry about zat zee next time you have one, see how vell you adjust to changink livink conditions. Let’s see...ah, height is...one-hundred-forty-one, slightly above-average, very good - you are a tall one, ja! Veight is four-hundred und...twenty-seven, also above-average-”

Applejack glared, “Well that’s a bit rude, doc. You sayin’ I’m fat?”

Doctor Blutsauger chuckled and waved his hoof dismissively, “Ach, goodness no...ha,” and he wiped a kerchief under one of his goggles, “Zat is a new one, I vill have to remember it for zee next Doctors’ Ball. Anyway, nein, you have some tone as vell, I suspect zee extra veight is all muscular. You are a vork-pony, ja? Understandable, given your height. You must do a lot of physical labor, und quite often? From Utopia...hmm...construction maybe or...a *farm* pony, perhaps?”

Applejack blinked, “Uh...yeah, that’s right. Good guess, doc.”

“Ach, I make it mein business to know mein patients’ a little bit on a personal level, ja? Helps make zem feel at ease, since many patients feel uncomfortable vis a few of zee...procedures,” and he nervously tugged the collar of his lab coat, knowing that Applejack was not likely to take too kindly to the next stage of the physical exam, and was certainly physically capable of bucking him into next season...

“Bonjour. Est-ce que votre réfrigérateur qui fonctionne? Alors, vous feriez mieux d'aller attraper!”

Blutsauger pulled back several inches and looked at his stethoscope carefully.

No, there wasn't any dirt or dust on it. He leaned in again.

“おはようございます！ クレージーホースインザモーニングへ
ようこそ！ 僕はアンカーマン クレージーホースです！”

His stethoscope shifted.

*“This is your captain speaking, we are currently on our final approach
to-”*

He kept himself calm; Pinkie only smiled. He coughed, and gave her a relaxed, though quizzical, look of concern.

Pinkie's grin got wider. “Problem, doc?”

“Vill...you...stop...movink...please...?” Blutsauger gasped, “You are...makink...zis...so much...harder...zan it needs...to be...”

“C'mon doc, you gotta try harder than that,” Rainbow Dash chuckled, “Or am I too fast for you? I'm not just a fast flier, y'know; I gotta be fast all over. Heh.”

“You are not supposed to *dodge* zee hammer,” he panted as he lifted it once more. Again he swung it down, again he missed as, again, she moved her leg out of the way.

“Well that's dumb, how is it supposed to test my reflexes if I just let you hit me?”

Blutsauger sighed, “I zought...I vas *done* vis dealing vis zings like zis...”

“Ouch! Wow that stings...”

“Zere vee go, all done,” Blutsauger nodded as he used his magic to flick the tip of the needle, “Mmm...zis is somezing I have not done in a long time...” he added with a rather...sinister-sounding chuckle, “Bloodvork is such a pleasure. Ah...sometimes I vish I had not gotten zis promotion, ja? It is always zee little zings you miss zee most.”

“Right...” Twilight grimaced as she felt him apply the tiny bandage to the injection area, “So...uh...are we all done here for today? With everything?”

“Mmmm? Oh, ja, zat vill be all,” Blutsauger dismissively waved, “Tell mein secretary you’re all done und she’ll send zee tax papervork to your place of residence.”

“Oh...right...” Twilight nodded, “Um...thank you, for all of this.”

“Don’t zank me, I didn’t really vant to come in on mein day off und do a bunch of first-year stuff. Just be zankful somepony here is obviously lookink out for you.”

Twilight sighed, and left the office. Her friends were all in the entryway, varied looks of displeasure or neutral bewilderment at the experiences they’d just gone through. Well, doctor’s visits were certainly *different* here in this new world...

It was good to be back home - not too many hours had passed, but it was still closing in on mid-afternoon as the six mares and Flathoof ascended the stairs of Southeast Point towards their apartment. Every time they traversed these stairs, they became more and more accustomed to the climb, and it was getting a little less strenuous as they prepared themselves for it. That, and having a good night’s rest, stopping for a little lunch on the way home (though Applejack admittedly ate a little less than everypony else - said something about “not feelin’ right” about eating the strange Dolor foods), and not having to deal with a lot of stress and activity thanks to getting sucked through a portal and thrown into another world,

sure did allow them a lot more energy for it. Even Rarity barely complained as they made the climb.

It came as a surprise to them, however, to find Lockwood waiting at the top of the stairs for them, pacing back and forth outside their open door. He looked calm, but impatient.

“Lockwood?” Flathoof started as he came ahead of the other six, “What are you doing here?”

“Oh, there you all are. Must’ve been going in for those immunization shots, hmm?” he nodded, “Right right, of course you were, silly of me to even ask. How was it? The line wasn’t too long, I hope?”

“Fifteen hours and thirty minutes,” Twilight Sparkle sighed, “When we got there, it was *packed*. I’ve never seen such a crowd in one place.”

“Really? Huh...” Lockwood blinked, “Did something happen? You’re all back awfully early. Good thing too.”

“Yeah, we got some help from a nurse there,” Flathoof nodded, “A Nurse Tenderheart, to be precise. Friend of yours? Maybe she recognized me or something, I figured you might have had something to do with it, maybe called in a favor knowing we’d be there?”

“Tenderheart? Hmm...no, the name doesn’t sound familiar. I know a few nurses there, and one doctor...”

“It wouldn’t be Doctor Blutsauger, would it?”

“The Chief of Medicine? Oh, my dear friend, I think you overestimate me,” Lockwood chuckled, “I know a lot of ponies, but that’s a *little* beyond my reach when social circles are concerned. But I digress - I had nothing to do with this at all.”

Flathoof hummed, “Well that’s odd. Hmm...well, I guess that nurse or secretary was just really nice then. Huh...shame, I should’ve gotten some information for you, you’d probably like to meet somepony like that. Heh...so anyway, I know you didn’t come up here just to make

conversation...well, maybe you would, but that doesn't look like why you're here. What's going on, pal?"

"Ah, yes, right," Lockwood coughed, "Ah...it would seem our new friends here...have a visitor."

The six mares, Lockwood, and Flathoof, all entered the apartment. Lying on the couch using a thick raincoat as a cushion, and looking in rather dire straits, was a mint green unicorn mare.

Whoever the mare was, she certainly looked (and smelled, Rarity was sure to point out) as if she had been through Hell and back again in the past day. Her body was covered in small cuts and bruises, many of which had clearly not really healed properly; some of the worst ones were on her face, particularly a few nasty cuts around her muzzle and nose. At least her Cutie Mark was still recognizable, even if it too had some shallow cuts - a silver and gold stopwatch with a long black chain, that in and of itself seemed to actually accurately tell time; its minute and hour hands were identical to that of the clock in the room, and even ticked off on their own. Her sweater vest had been ripped and torn in many places, her bow-tie was half-missing, the other half frazzled and dirty, and her sky blue mane and tail certainly did not look any better. They were a mess, stained with bits of blood and dirt and sweat, such that they were not so much hair as they were strips of some sticky fabric that were in dire need of a cleaning. She smelled of smog and smoke, soot and a burning rain, as if she had been a pegasus, obsessed with flying through the thick city air like they were completely normal clouds. She did not look at all well.

"She came looking for you about...oh, an hour ago, she says," Lockwood whispered, "When she found you all weren't home, she came downstairs and asked for me - I offered her some medical aid, but she insisted there wasn't time for that and that we come up here and wait for you. I at least got her to sit down and be patient, poor girl - and now look at me, pacing in her stead. Ah, I'm getting off track again. She said she was a friend of yours, and-"

"You trusted her, just like that?" Flathoof hissed, "Lockwood, look at her, she-"

“She looks like she’s not exactly a reputable pony, I know. But I listened to her talk...looked into those eyes of hers. There’s no malice there, my friend. She looks like she’s been through a *lot* getting here, I thought it would be right to see to her request.”

Twilight Sparkle stepped forward first, determined not to continue arguing about who this pony was - she had claimed to be their friend, but Twilight had never seen her before in her life. Well, that wasn’t true...she looked a *little* familiar, but it must not have been a particularly long or pleasant meeting if she could not recall it too clearly. Either way, there would be time to deal with those sorts of details later. Now, all that she wanted was an explanation.

“Who are you?” Twilight asked, simply and firmly, “Why were you looking for us?”

The mare shook off her half-sleep, and smiled, though obviously with a little pain. Her eyes were kind, and showed a great deal of concern and frightened anxiety, “Relax, Twilight Sparkle-”

“And how do you know our names?” Twilight asked, making the assumed conclusion.

“I know a great many things about you six young ladies. But don’t worry...I am not an enemy - quite the opposite, in fact. Ah, you’ll forgive my mild theatrics, I’ve always wanted to do stuff like this,” she chuckled, “My name is Tick Tock, and I...I am here to help *send you home...*”

Chapter Six

Initialization

“If we’re all done bugging about,” Tick Tock sighed as the other ponies stressed over her and her apparent state of injury (“Snrk...*Bugging?* Whaaat?”). Fluttershy had taken the initiative to start looking for some first-aid supplies, with Lockwood’s help; they’d managed to find a small first-aid kit under the sink. Rarity had run some hot water into a few bowls, and was busy soaking some towels to use for cleaning her cuts, “I’m going to try to explain this quickly. We don’t have a lot of time, hence why I didn’t want to muck about with all of this...this rubbish you’re doing. But if you insist...anyway, basically it comes down to this: you six need to get home, and fast, but not just because you’re homesick. Your being here is going to have a pretty severe negative effect on your world the longer you’re here; if I don’t get you lot home soon, there won’t *be* a world for you to return to. So I’m sure you understand the gravity of the situation.”

The six mares looked at each other with some trepidation. Flathoof coughed, “Wait wait wait, you’re telling me that these girls are...from another *world*? Pardon my saying so, miss...but maybe you hit your head one too many times.”

"I assure you, I am perfectly sane and clear-headed, injuries aside. In plain and simple terms...yes, they're from another world," Tick Tock nodded. She gave a wince as Fluttershy dabbed an alcohol-soaked cotton ball onto one of her more serious cuts, "Ow! Bloody *hell*, that stings..." Pinkie snorted again.

"Oh...um...I'm sorry," Fluttershy peeped, "But you really need to get these taken care of. You could probably use a bath too...um...if you don't mind my saying..."

Rarity frowned as she dabbed a towel on Tick Tock's forehead, "Good heavens darling, where *did* you get all these injuries anyway? You look an absolute *mess*."

"Yeah," Applejack nodded, "Y'all look like you done got in a fight with a lawnmower."

Tick Tock hesitated for a second, "I had a little...um...*scuffle* with somepony. Not everypony out there likes what my line of work entails, I suppose..." Truth be told, she didn't want to reveal to them that she'd suffered at the hands of an attempted murder, first because she didn't know who the pegasus stallion was, second because she didn't actually know what he was after her for, and third because worrying them about that kind of thing would just slow them down - anyway, once they got out of the city, he shouldn't pose a problem. Whoever he'd been, he seemed the type to go for the more covert and shadowy type of attack, not likely to try and ambush them in the middle of an open field in broad daylight.

"What exactly *is* your job, if you don't mind my asking?" Twilight asked.

"I'm a Chronomancer," Tick Tock smiled with confident air, "We take pride in being the guardians of the Equestria Multiverse, preventing the destruction of our worlds against the many natural forces that threaten to do so. We don't get involved in the politics or wars or things like that, those are superficial events that might tear apart a world at its surface, but time heals those kinds of wounds eventually; what we *are* concerned with are the fundamental laws of magic and how they affect our worlds. Typically we're most focused on Void portals though - if left unchecked, a Void portal

just expands and expands, and can eventually damage the foundation of a world itself.”

“Hmmm...interesting. The concept sounds familiar...I’m certain I’ve read something along those lines before,” Twilight tapped a hoof to her chin, “Well then, how *exactly* are we causing trouble back home by being here?”

“Because you’re the Elements of Harmony,” and all six looked at one another in surprise - she knew about that? No pony at *home* knew about *that*, “Your very existence in your world keeps the powers of Chaos magic at bay, and with you six *here*, your world is going to be completely overrun with Chaos magicks within the next three-to-four weeks. So we don’t have-”

“Wait, what?” Twilight blinked, “Back up a second. We represent a seal on *Chaos* magic?”

Tick Tock sighed, “Yes yes, you six represent the fundamental concepts of Law magic and all that, and-”

“See, now you’re confusing me,” Twilight waved a hoof, “Chaos and Law aren’t really those kind of forces, they’re more like...well, like *classifications* of magic, how certain types of magic work. They’re not-”

“Are you serious? Are you really arguing with me on the semantics of how magic does or doesn’t work? Right now?” Tick Tock blinked in an annoyed manner, “We don’t have time for-”

“I’m just trying to understand it,” Twilight frowned, “The better I know what’s going on, the better I can think of a solution. I mean, if you’re wrong about-”

“Wrong?!” Tick Tock blurted, “My dear, I am a *Chronomancer*. We’re never *wrong* about *these* sorts of things. Your associate, Doctor Whooves, is-”

“Doctor Whooves? The clock-maker?” Twilight blinked, “Huh...well...I guess then that would make sense, if he were a Chronomancer too. He always seemed to hang around the palace an awful lot for clock-maker. How do you know him?”

Tick Tock rolled her eyes, "Chronomancers can communicate with one another across the dimensions, to a certain extent. He's the one who postulated this whole theory, when he noticed the beginning of the problem after you six disappeared. He's the one who came up with the plan to get you all home, and I think he knows a *little* more about magic than you do - even *if* you're the Element of Magic or whatever. He knows bloody well more than *I* do, that's for certain, and I think even *I'm* a little more experienced than you are in these matters, my dear." Pinkie stifled another laugh.

Twilight narrowed her eyes "Well that's a little arro-"

"Look, are you a Chronomancer?" Tick Tock returned the gaze, "No? Well then you have no experience dealing with all *three* different styles of magic there are out there as intimately as we do - you think Law and Chaos are mere *classifications*? For heaven's sakes, I'm trying to help get you *home*, and you're going to bleedin' debate with me on-Ow! *Fluttershy*..."

"Sorry!" Fluttershy peeped, "You...you need to sit still...um...please?"

Twilight frowned, "Hmph, I guess you're right, this is neither the time or place for this. I'll discuss the issue with you later though, I assure you, because I still don't think-"

"Come on now, Twi," Applejack said with concern, "Let 'er finish the story, huh? She's just tryin' ta help."

"Right...I didn't mean to sound disagreeable," Twilight blushed, "Go on then, Miss Tick Tock. You say you have a plan?"

"Yes, well," Tick Tock flustered, "The plan is to get you to Utopia, and to ask Harmonia for help - she's the Goddess of Harmony, and one of this world's two Alicorns, like your world has...Celestia and Luna, was it? She has the power to send you home; granted, so does her counterpart Discordia, the Goddess of Chaos, but *she* would not likely be willing to help you. A bloody shame since you're right at her doorstep. Sure would make *my* job easier, I tell you."

"I guess it's pretty bad luck we ended up on the wrong side of the world, then," Twilight sighed.

"It's a natural occurrence, bugger-all you could've done about that," Tick Tock explained, shooting a look at Pinkie when she snorted again, "Void magicks don't really work properly in the presence of abundant Law magic - that's the kind of magic we Chronomancers use to seal Void portals, after all - and since the southern hemisphere has so much ambient Law magic in the air, Void portals can't really manifest there on their own. Hence why we need so much power to make a portal that can sustain itself long enough to get you through it. There won't be any more natural portals on *this* side of the planet for a month - the portal you all originally came through was one of many in a portal storm, and this world is now in the midst of the eye of that storm. *That* is where the unfortunate circumstance is, sadly."

"Well now that makes even *less* sense," Twilight balked, "If we represent Law magic in our world, and portals can't appear with a lot of Law magic around, how is it-"

Tick Tock sighed, "They just do, okay?! For cryin' out...look, we'll go over this later, I'd like to get a move on as soon as possible."

"So hang on then," Rainbow chimed in at last, "You said you knew an awful lot about us, but I've never met this...Doctor Whooves guy. Twilight sounds like she has, so I guess I can believe you knowing about *her* if you can talk with him across worlds and junk, but what about the rest of us? How do you know our names and stuff?"

Tick Tock hesitated for a moment, then decided honesty was the best policy here, "I had to do a little...um...snooping, to find out who you were so that I could report back to Whooves and try to figure out why things were going wrong in your world. I apologize for not revealing myself sooner, but if it weren't so imperative to rush you all home, it would be the preferred method to wait for a natural portal to send you through, and I didn't want to get your hopes up."

"*Spying* on us, huh?" Rainbow narrowed her eyes, "I don't know about you, Twi, but that sounds awfully fishy. How do we know she just

didn't overhear us talking about going home, and is just making all this up to try and take us for a ride?"

Twilight eyed Tick Tock carefully, "It *is* awfully convenient...especially since we were just talking about trying to figure out a way home with our own efforts."

Tick Tock's jaw dropped, "You've got to be kidding me. I'm trying to *help* you, and-"

"But," Twilight interrupted, "She *did* mention Doctor Whooves, and you're right, I'm the only pony here who even knows who he is, and I never mentioned him once in all our time here. It would be a pretty ridiculously lucky coincidence if she picked a name out of the blue like that and picked the one pony that could probably know how to help."

Rainbow nodded, "I guess that makes sense...well, if you say so, Twi."

"So wait," Flathoof coughed, "I'm still trying to wrap my head around this...*this*. Let me get this straight - these six ponies are from another world. Them being here is going to *destroy* their home if they don't send them back, and to do that you need to get them to Utopia, the other side of the world, in three-to-four weeks. Am I understanding this right?"

"That's the gist of it, yes."

"Well if you ask me, you're attempting the impossible," Flathoof frowned.

"And you are?"

"Captain Flathoof, NPPD," he nodded, "I'm...a friend, I guess you could say. I've helped these young ladies get through their first twenty-four hours here pretty well, I'd like to think. If they need to get home that quickly...well, I suppose I'd be willing to help a little more, though I can't really offer much. How exactly did you propose to get out of the city?"

Tick Tock's eyes widened, then closed in aggravated thought, "Oh bummer...I *knew* I forgot something..." she sighed, "I hadn't considered that. How *am* I going to get them out of the city?"

"What's the big problem?" Twilight asked, "Why can't we just...uh...leave?"

"The city's government doesn't take too kindly to losing taxpayers," Lockwood chuckled, "Well, now that I know you're not from here, I suppose I can assume you didn't see the massive *door* that leads in and out of the city. That would be the Gate."

"It's like this," Flathoof explained, "To get through the Gate, you need a Passport. Simple concept, really. But Passports are...expensive. Very expensive. Like, five years of my salary if I was working overtime every day, expensive. I only have one because NPPD officers of my rank and above get honorary passes, so we can accompany the Chief on any of his personal trips to Utopia if he wishes us to go. Kind of a...dumb reason, but I'm not complaining. It was free," he shrugged, "You never know when one can come in handy."

"I have one as well," Tick Tock nodded as she fumbled in her vest pocket, "My...uh...*superiors* ensured I got one, just in case I needed to do my job outside of the city boundaries. That's like pretty rare event though, but enough to make good use of it."

"So the first problem here that we have," Flathoof continued, "Is that you six need Gate Passports to leave the city. I suppose we could try to sneak you out...I know plenty of ponies every year try it, but that's *extremely* risky - none of them have ever been heard from again, and we don't know if that means they made it to Utopia and are living the high life or...well, otherwise. At any rate, breaches in the Outer Wall are few and far between, and most of them don't lead into any neatly-organized areas that are safe from the dangers of the Wastelands."

"So the bleedin' Gate *is* our only real option." Pinkie didn't try to hold in a giggle this time. Tick Tock shot her another glare, "What the bloody hell are you laughing at?!"

Pinkie snorted and waved her hoof dismissively, "Oh...nothing *old bean*. Go on, I'll keep quiet."

Lockwood coughed, "I think, then, that *I* may provide a solution."

"You? Lockwood, you know you don't have the money for this sort of thing, not on *your* salary," Flathoof chuckled, "I don't care what kind of connections you might have; even with a discount, six of these passes would break your bank so fast your head would spin. Heck, if we *all* pooled our money together we might be able to afford *one*."

"Ah, my dear friend, you underestimate my connections at times," Lockwood smiled. He rummaged through one of his coat pockets, "See, I *also* have a Gate Pass."

Flathoof's eyes widened, "Where in the *hay* did you get the money to afford one of those? Why do you even *have* one?"

"Oh, I figured I might want to leave this little berg one day, see some greener pastures or so the saying goes. I've just been saving up for an airship ticket and the bits to get a nice house somewhere on the other side. The going is slow, I don't make too much personally, and get most of my better living conditions through the repayment of favors from others."

"...okay...but still, *how* did you afford it? What kind of discount did you get on that thing, hmm? What kind of favor did you call in?" Flathoof chuckled, "I can't imagine the hoops you needed to jump through."

"Show me your Gate Pass, Flathoof."

"What?"

"Just let me see it." Flathoof took his out of his uniform pocket and handed it over. Lockwood held both up in front of Flathoof's face, "Now, I want you to tell me the difference between them. Aside from the personal information, of course."

Flathoof looked between the two, and shook his head, "They look the same to me. Where are you going with this, Lockwood?"

“My Gate Passport is a *fake*.”

Flathoof’s jaw dropped, “You’re kidding...”

“Not at all, my dear boy,” and he shuffled his back into his coat, “Completely indiscernible from the real thing, yes? It works well enough on more than just your eyes, too - it even fools the card readers at the Gate itself. I’ve tested it; it not only works, it works *perfectly*. If I had the money to afford moving, I would’ve done it *ages* ago. I’m just not confident enough to try and make the trip on foot.”

“And I assume then, that your plan is to get us more of these? For our friends here?” Flathoof nodded.

“Precisely. I know just the pony to see,” he grinned.

The Outer District was not known for a great deal of things. It was not known for its cleanliness, for its safety or security, for its quality economic, employment, or educational offerings, for its high-class medical services, its good-mannered social network, its helpful social workers or everyday citizenry, or least of all the desire for ponies to move to and live there. In fact, it had been statistically proven every single year since New Pandemonium City ‘abandoned’ the Outer District in the process of moving most of the quality services and government offices into the Mid Districts, that the Outer Districts were known for having exactly the *opposite* of all of those qualities.

In shorter terms, the place was a dump. A heap. A ghetto. A slum. A pig-sty. A rundown old town with more problems in a single city block than there were ponies that lived *in* that city block, and there were a *lot* of ponies living in the Outer District. It was twice the size of all of the Mid Districts combined, if one were to account for the Gate District in the southeast as a part of the Outer District, which technically it was, but don’t tell anypony living in the Gate District that. It was not as densely packed as the Mid Districts were - both the Mid and Outer Districts actually had relatively comparable populations - but that didn’t change the fact that the ponies living there lived in what essentially amounted to squalor; they were impoverished, mostly unemployed, uneducated, and imperiled, and the

ponies that could claim they were actually comparable in health and habit to the Mid District ponies were so few and far between it was like looking for a speck of gold on a sandy, windswept beach. Lockwood knew a few of these diamonds in the rough. One of them was a young unicorn mare named Keeneye, and she was going to help him with his most recent conundrum. Her little home was located in the southwest region of the Outer District, relatively close to the Divider Wall that separated them all from the Mid District both physically and symbolically. The Ponyville natives looked on in rather depressed disbelief at the state of the Outer District.

“How can anypony live like this?” Twilight asked, “I don’t mean to sound rude...but...this place is a dump.”

“That’s putting it *mildly* darling,” Rarity snorted, “I can’t imagine the quality of ponies in this area if this is what their living conditions are like. Surely even Applejack and Rainbow Dash can agree that this is perhaps just a little in need of some tidying up?”

“I reckon it could use a *lil’* work, yeah,” Applejack nodded, “Don’t the city care none ‘bout these ponies out here?”

“Nnnnope, not a lick,” Flathoof said sternly, “And it’s a shame too. If we took better care of these ponies, perhaps the crime rate wouldn’t be quite so high. I know you can’t see much of it here by the Divider Wall, but if we went deeper in, well...I don’t think many of those ponies would be too frightened of just *one* NPPD officer, if you catch my drift?”

Rarity shuddered, “I don’t even want to think about it.”

“It’s not as bad as it could be though,” Lockwood said with some air of pride, “You should’ve seen how this part of the District looked when I was just a little colt. Some volunteer organizations do an awful lot of work around here to make it...less like the rest of the District. We can only do so much - there’s a lot of ground to cover - but we do what we can.”

“You’re...a part of one of these...volunteer groups?” Fluttershy peeped.

“Part of one? I helped *found* one,” Lockwood smiled, tipping his hat - when he went traveling outdoors, he always wore a wide-brimmed fedora to match his raincoat, and even carried a little black umbrella with him (“Never a bad idea to be prepared for freak acid rain storms,” he’d said). “I called in a few favors with some other like-minded ponies, got together some supplies and stuff. We run a little food donation drive once a month to try and help out the ponies around here. I know Dolor food’s not much, but all they’re able to afford out here is scant supplies of Dolor Brown, and that’s just...well, imagine eating dirt with gravy made from more dirt. That’s pretty much what it tastes like, and it probably has just as much nutritional value too.”

“Goodness...” Twilight frowned.

“That sounds...just plain yucky,” Pinkie Pie chimed in, “They should really make some of them cupcake-flavored, or muffin-flavored, or-”

“Or even *apple*-flavored,” chuckled Applejack.

“Yeah!” Pinkie agreed, “Ooh! Ooh! Treat these weird ol’ foods like jelly beans, and make them every color you can, and give every color a different flavor, like root beer and candy cane and peppermint and cotton candy and butterscotch and chocolate and strawberry shortcake...mmmm...aww phooey, I could *really* go for some jelly beans right now...”

“Well, we try to get them some of the healthier stuff - Dolor Green, for example,” Lockwood continued, “Every now and then I try to slip in some Dolor Red, for the colts and fillies, yeah? It tastes a lot better, the young ones love the stuff.”

A few more derelict streets, and at long last the group arrived at the house of Keeneye. It was relatively tidy compared to the rest of the surrounding area, but only *just* so; enough to be noticeable to a pony looking for it, but not enough to make anypony think whoever lived there had plenty of bits on-hoof that might be worth stealing. It was blue...a dirty blue, like murky water that had seen better days, and was abused by mud and grass and basically amounted to looking more like blue-ish sludge than water. They didn’t live in apartment complexes or towers or anything of the sort out here - they lived in houses, which made Twilight and her friends

feel a *little* more at ease, but the houses were small, dirty, and probably not even worthy of being called 'a habitat' even for the assorted bugs and rodents that normally enjoyed such squalor.

Flathoof grumbled to himself in annoyed disappointment. He did not like having to wait outside, but Lockwood insisted that he do so. Not for watching out for hoodlums or anything of that sort, and certainly not to keep any of *them* safe, but because he assured Flathoof that what was going on inside the house was not only illegal, but actually a Class Eight felony that would land anypony in the group, if caught, not in just a little jail cell back at NPPD Central Station, not in a high-security prison in the Gate District, not even in Retribution Hall, the underground prison establishment set up for the most dangerous and psychotic criminals New Pandemonium City could actually *catch*. No, a Class Eight felony would land them all in a locked cage and fired out of a cannon into the sun. Well, at least that was the rumor. At any rate, it meant Keeneye would likely not want to be of much assistance if there was a cop around.

Inside the house was a slightly different story. It was neater and tidier, though still 'dirty' by most standards (Rarity's especially); everything was neatly organized and laid out, but there was a distinct layer of dirt and dust on nearly every object in the room. It was cramped and rather comparable to the six mares' apartment, though obviously smaller and built for one and housing, rather than built for four and housing six. None of those who had entered the house, nor the home's actual resident, was anywhere to be found within eyesight - they were not in the den, they were not in the kitchen, they were not in the bedroom. The door to the basement was closed and locked tight, but as it would happen to be, that was where they were. The basement itself was dark, but significantly better kept than the upper levels. Here, it was not only neat and tidy, but actually somewhat clean. Not glistening or spotless or even really commendable, but acceptable, like what Rarity expected Applejack's or Rainbow Dash's rooms to look like when they were done cleaning. "Good enough" is what she called it. The six mares sat patiently on a sofa that was down here, noting that the whole place seemed very much like a waiting room.

"Keeneye must do things like this often?" Twilight asked.

“Somewhat,” Lockwood answered, “If I had to venture a guess, I’d say that maybe one percent of the Gate Passports out there are her handiwork...”

“How does she do it, anyway?”

“Well, Gate Passports are actually made by altering the bar code on your ID. Keeneye used to work for the NPRD a few years ago until she found she could make better money selling her own Gate Passports rather than doing it legit through the NPRD and being paid basically nothing compared to what she was charging. She claimed the conversion process was so easy that a pony with the right tools and drive could make them herself for a tiny fraction of the cost - so here we are.”

“And these Gate Passports are good enough quality to fool even the *machines* at the Gate?” Tick Tock asked, skeptical, “Seems a bit far-fetched...”

“Tested my copy out myself, got to check out Airship Docking and everything...then turned right back around when I saw the price of airship tickets. *Those* you can’t fake, and even if you could I don’t think I’m brave enough to try. You can bribe yourself out of trouble with the NPPD, but...the military is a different story...”

“Military? The city has a military?” Twilight blinked, “I thought armed forces were for entire countries, not just cities...ah...granted this city is probably big enough to *be* a country.”

“Don’t they have a military back in your world?” Lockwood asked.

“Sure we do,” Twilight nodded, “Um...not so much that they see *too* much action, our little Equestria is relatively peaceful with its neighbors. They mostly worry about natural disasters and monsters from the Everfree Forest, though some exceptions pop up here and there.”

Rainbow proudly boasted, “Yup, and my heroes - the Wonderbolts - serve a double purpose as the best stunt-fliers in all of Equestria, and as Princess Celestia’s Royal Air Force. I’ve been wanting to join them since I was little, they’re *so awesome*.”

“Actually, I think the Royal Guard is a division of the army too, now that I think about it,” Twilight tapped a hoof to her chin, “I guess we really do have pretty active armed forces. I can’t imagine them dealing with much of the same things like they do over here though.”

Applejack nervously shuffled, “Can...we change the subject? I ain’t feel too keen on talkin’ ‘bout...these kinda things, if y’all don’t mind?”

Twilight hesitated, “Oh...um...sure thing, Applejack.”

Keeneye herself finally stepped out of her little room, looking quite exacerbated but satisfied with herself. She was a creamy orange unicorn with a bright green mane that she kept short in front, long in back, and her tail was tied in a neat little bun to keep it from tripping her up. Over her right eye she wore a large...device. It looked like many, many magnifying glasses all on top of one another, each one getting smaller and smaller the further away from her eye they got, making it look somewhat like her eye was morphing into a a drill in an attempt to get away from her face. With her magic she was holding a set of six little cards, which she handed out to the six Ponyville mares. Each of them scrutinized the handiwork, though after a moment they all realized that was rather pointless - they didn’t know what to look for. Keeneye gave a sigh of relief and satisfaction, then turned to Lockwood.

“Now then, Woody.” He cough suddenly at her pet name for him, turning a slight red as he realized that some of the other mares in the room were stifling giggles (though Rainbow Dash was not trying *too* hard). He tried to avoid Rarity’s suddenly scrutinizing gaze. “I believe it’s time we discuss the issue of payment. Six Gate Passports...hmmm...normally that run you a few thousand bits, if you got them from the NPRD itself. For regular customers, I charge fifty bits apiece - enough to pay a month’s rent, maybe a little extra food stores if I shop around right. For you...hmm...well, I *would* consider other forms of payment,” she winked, “Treat me to dinner this weekend? That new fancy place in Central Plaza...what was it called? *Chez du Fromage de Terre*? Something exotic like that. I hear they actually serve *Dolor White*, can you believe it? That’s Inner District-quality stuff right there.”

Lockwood nervously adjusted his hat and collar, trying to hide his rising anxiety about being asked out on a date right here in front of the

others, “Keeneye, sweetheart, as delightful as that sounds, I’m going to be taking a little...um...*vacation* for the next few weeks, starting...uh...tonight.”

Keeneye pouted, “Well that’s sudden. Awww...phooey. Fine, I’ll just give you a little discount, it’s the least I can do. Six passports...for you, two hundred.”

“I’ve got one-fifty,” Lockwood haggled, “Make it that, and when I get back I’ll...give you a rain check on the dinner.”

“Deal!” Keeneye quickly slapped his hoof in agreement, “Ooh, I can’t wait! I’m gonna use these bits to get myself the nicest dress, and you and me are gonna enjoy ourselves *all* evening.”

“Eh...heh...” Lockwood tugged his collar, “R-right. Well, thanks Keeneye. I appreciate the help. Come on then ladies, time to get back home.”

As they headed up the stairs from the basement, Rarity sidled up to Lockwood, “So...what’s the situation with you and this...*Keeneye* anyway, hmm?” and she gave him kind of a stern look, “You never told us you had a girlfriend. Or am I just misreading the signs here, *Woody*?” Rainbow Dash didn’t try to stifle a loud laugh this time, and even Applejack and Pinkie Pie found themselves trying harder than before not to laugh alongside her.

“W-what?” Lockwood blinked. As her words sunk in, he turned a bright red and quickly waved his hoof in dismissal, “Oh...ohhhh, ha ha, heavens no. Keeneye, she...she’s just a little...eccentric, is all. We’re not dating or anything like that. Not even anything physic...ah...*casual*. She’s just a friend...nothing more. Besides, she’s a little...well, *not* my type.”

Rarity gazed again and smirked, “Then what exactly *is* your type, dear?”

Lockwood flustered, “W-well that’s a bit of an odd question. W-why would you...um...I say, Flathoof!” he called to his friend as they left the house, “We really must be going, yes? Aha...um...let’s head back to Southeast Point and pick up some supplies from my place before we get going.”

As he quickly slipped away, Rarity hummed, “Hmm...”

Nice guy? Check. That was evident enough is his kindly demeanor and his manner of speaking. Generous and kind? Check. The good stallion had *already* helped them out an awful lot, and he had still yet to ask for a single thing in return. Decent-looking? Check. He was neat and tidy, took good care of himself, and was physically fit. Nothing spectacular, but then Rarity had already learned that her tastes in stallions as far as outward appearances were concerned, were perhaps a...*little* misguided. Sense of fashion? Er...perhaps not. That raincoat wasn't exactly *stylish*, but then again nopony in this city seemed to be. He was shaping up to be quite the gentleman. Rarity stored that idea in the back of her thoughts, quite curious at the prospect of having him along for their little journey.

Applejack smirked and nudged her, “Well well, is prissy missy gettin' an eye for somepony? Lockwood don't look nearly fashionable enough fer yer tastes, if y'all ask me.”

Rarity blinked at Applejack, then gave a dismissive laugh, “Good heavens, Applejack, I am *merely* trying to make conversation. If the good stallion is going to be traveling with us, I want to make sure we know a *little* more about him, yes? Like if he's leaving a significant *other* behind, for example? Nothing more than that. Whatever gave you *that* idea?”

“Uh-huh,” Applejack nodded with a wide grin, “Just ‘tween you ‘n' me...” and she leaned in for a whisper, “Flathoof let slip ol' Lockwood's into the...ah...*graceful* type. If y'all catch my drift? Hint hint?”

“Oh ho ho...” Rarity chuckled, “My *dear* Applejack, wherever did *you* learn such juicy information? Chatting it up with Officer Flathoof are we, hmm? Maybe *I'm* not the one who should be asking others if they have eyes for somepony? Though I can't say I'm *surprised*.”

Applejack turned red, “What the hay is *that* s'posed to mean? D-don't go changin' the subject, Rarity, I'm just tryin' ta help. Anyway c'mon, we're fallin' behind.”

As Applejack trotted ahead, Rarity smiled to herself and made another inward note or two. Yes...yes, this would work out nicely...

“Well then, it seems we’ve got everything in order,” Flathoof noted, “We just need to pick up these supplies that ol’ Lockwood claims to have, then I’ll escort you six to the Gate District and see to it that you all get through without too much hassle.”

The group rounded the corner and began their last approach to Southeast Point.

“I really must thank you again,” Twilight Sparkle nodded, “You’ve done so much for us, and asked nothing in return. And you’ve only known us for one day.”

“Right....well...” Flathoof tugged his collar nervously, “All in a day’s work.”

Applejack frowned, “Ya sure y’all don’t wanna come with us? I’d enjoy...ah...we’d enjoy yer company, I’m sure of it.” She shot a glance at Rarity, who gave a knowing smirk before turning her attention elsewhere.

“I’ve still got my duties here, sorry to say,” he nodded, though with some regret in his tone, “I’ll make sure everything goes well getting you through the Gate smoothly, that’s about as much as I can do.”

“No worries, Flathoof,” Lockwood chuckled, “I’ll take good care of them, I assure you. Just a short little jaunt across the Wastelands, a few other areas here and there, no worries...right? I regret that we can’t make this easy and get some airship tickets here, but that kind of money is rather hard to come by. Besides, we’ve got Miss Tick Tock with us as well, and she seems mighty resourceful, wouldn’t you say?”

“I suppose...”

Pinkie Pie tripped, “Oof!”

Twilight stifled a laugh, “Whoa there, Pinkie Pie, maybe you should’ve practiced more with those roller skates, huh?”

Pinkie jolted upright, “Nope, all okay! Not the skates’ fault, my knee just got all pinchy all of a sudden.”

Applejack tilted her head, “Like...Pinkie pinchy, or regular pinchy?”

Pinkie tapped a hoof to her chin, then nodded quite sagely, “*Definitely* Pinkie pinchy, yup yup. That’s weird, it hasn’t popped up at all for like, the last two days! I was beginning to think this new world was making it not work at all, but I guess it still does. Phew!”

“Oh dear, are we starting *this* up again?” Twilight rolled her eyes, “Pinkie Pie, this is no time for your antics, we’re in a hurry. The last thing we need to worry about is falling potted plants or something.”

“C’mon now, Twi, y’all know as well as anypony that Pinkie Sense works,” Applejack pointedly reminded, “Now...pinchy knee...which one what that’n again? I only remember twitchy tail meanin’ fallin’ objects, that was pretty much the only one I ever got ta see. And the ah...’doozy’ one.”

“Ugh, *fine*, if we’re going to waste our time and try and figure this out...” Twilight huffed, “Didn’t pinchy knee mean alligator in the tub?”

“Nah, that was achy shoulder,” Rainbow corrected, remembering well the one-too-many times Pinkie had helped her avoid a rather bothersome encounter with Gummy, “Pinchy knee...pinchy knee...I forget which one that is, she doesn’t get that too often.”

“What’s all this talk about?” Lockwood asked with an incredulous look, “Pinchy knees? Alligators? *What?*”

“Oh, that’s Pinkie Pie’s Pinkie Sense,” Rainbow nodded as if it were common knowledge, “It’s kinda like...a...sixth sense, I guess? Right?” and she looked to Twilight for guidance.

“If there was anything to describe it, I guess that’d be it,” Twilight rolled her eyes, “It’s all still a mystery to me. I know I said I’d be a little more open-minded, but she’s really inconsistent about it. It only happens every once in a while.”

"I don't follow," he shook his head, "Flathoof? Did they mention any of this to you?"

"This is my first time hearing about it," Flathoof shrugged and shook his head as well, "First they're from another world, now the pink one has...ESP or something. I tell you, I'm starting to think these past two days are just a really bad trip from some expired Dolor. Tick Tock, you and your story just keep getting weirder and weirder. Are you sure you're sane?"

Tick Tock flustered, "M-me? I didn't bring up any of *this* hogwash. I think it's just as ridiculous as you two do."

"It's not ridiculous," Twilight said matter-of-factly, "I mean, it sounds a little strange, granted. It usually just means something's about to happen to somepony in her immediate proximity...uh...usually *me*. I'm still a little skeptical on how exactly it works, but I admit it does have some merit."

"Yeah, one too many doors in the face'll convince you, I guess," Rainbow chuckled, making Twilight shoot her a quick look of disapproval.

"I think Pinkie Pie herself could explain it best," Twilight pointed.

Pinkie gave an exacerbad sigh, "About time you give *me* a chance to explain it, guys, instead of arguing about what sense means what. I mean, *duh*, you could've just asked me from the start what everything meant, instead of letting me be the only one trying to figure out what was making me feel it," and she rolled her eyes, "Anywho, every now and then, I get *little* niggling feelings that mean different things. If my back gets itchy, that means it's my lucky day!" Suddenly, her tail started twitching too, "Aha! See, and twitchy tail means that stuff's gonna start falling, so you should get under something sturdy. Pinchy knee means something *scary* is about to happen, but Dashie's right, I don't get it too often, since nothing scary ever-"

A ear-deafening explosion burst into the air several dozen feet directly over the heads of the group. Above them, a raging fireball blasted outwards from the eighty-fourth floor, spraying debris in all directions. Large chunks of metal and concrete and brick and wood and glass, rained from above.

A few other floors below and above theirs followed suit, blazing outwards with flame and spraying debris like confetti towards the city street below. It took Twilight only a second to realize that, in their current position, they wouldn't have time to move out of way and avoid being crushed.

So she acted.

With a blazing light from her horn, she and her friends were all encased in protective bubble that shattered or deflected the falling debris like clods of mud striking a wall. Every strike against the shield made Twilight wince. Her magic struggled to withstand the weight and power that the debris was striking with.

The sensation of the assault slowed to a crawl and then dissipated entirely. Twilight struggled to keep her shield up for a moment as everything settled down; once the pressure on the bubble was stable and everything on top stopped shifting around, she could breathe a dry sigh of relief.

She focused herself more properly, a great deal of the strain now reduced. There was a lot of rubble remaining on top of them, and Twilight knew it would take no small amount of effort to get them out of it.

"Urgh...everypony okay?" Twilight asked.

"Yeah...physically at least..." Rainbow Dash muttered, "Pretty shook up though..."

Lockwood breathed, "Phew...well, I think I've had my fair share of near-death experiences for the day..."

The group looked above them at the dome of magic that was sparking and flashing in areas where large chunks of metal and granite were pressing inward, trying to force their way to crumble into a natural resting position in the tiny alcove Twilight had made.

"Fascinating..." Tick Tock awed, "I never pegged you to know a combat-oriented spell, Twilight. This is very advanced magic, something that takes years of practice and study to do...and it's usually very personal,

not something somepony can extend over a group, not without considerable skill...”

“Combat-oriented?” Twilight raised an eyebrow, “I found this spell in *Student Savings: How to Get Through College Without Breaking the Bank*. It’s supposed to save money on umbrellas.”

Tick Tock blinked, then rolled her eyes, “No wonder Whooves spends more time in his T.A.R.D.I.S. than out in the field - your world is absolutely bonkers.”

“How in the hay are we gonna get outta here?” Applejack asked.

“Oh dear, I hope we don’t have to *dig* out,” Rarity muttered.

“Are you *really* thinkin’ ‘bout-” Applejack rolled her eyes.

Rarity quickly cut her off, “I’m *referring* to the difficulty of shifting this much *weight* without anything slipping and falling on top of us, *not* to getting my *hooves* dirty. Really, Applejack, you have to think *practically* every now and then.”

“Rarity’s right, digging out isn’t a very valid option here,” Twilight frowned, “There’s a *lot* of debris on top of the shield...I can’t let it go without risking us getting crushed, so I can’t just blow a way through. And trying to teleport us out while keeping the shield up might be a little beyond me, I think...”

“Allow me to help, then,” Tick Tock stepped forward. Using her own magic, she helped to reinforce Twilight’s shield. It seemed put her under a bit of strain, “I use these kinds of spells pretty often, though usually only on myself...so I won’t be able to hold it for long, but it should be long enough for you to teleport us all out, if you’re as powerful as I think you are.”

“What if I can’t?” Twilight asked in concern, “Holding the shield isn’t taking *too* much effort, but teleporting *nine* ponies is a little...ah...advanced...”

“Teleportation spells aren’t exactly my forte, ironically enough, so you’re going to have to,” Tick Tock answered sternly, “I was skeptical at

first, but it seems you really *do* live up to your title as the Element of Magic. I'll hold the shield as long as I can, you focus on the teleport. Miss Rarity, if you'd assist me?"

"Me?" Rarity blinked, "I've never had any experience with *this* kind of magic before. I don't think-"

"Listen, all I need for you to do is reinforce *my* magic," Tick Tock swiftly explained, "I'll hold the shield up, you just make sure my magic stays steady. Twilight seems to have enough magical power to sustain the shield on her own accord, but I don't think I can do it myself."

"I see...very well," Rarity nodded. She flicked her own horn, and an aura of white energy surrounded Tick Tock's green-glowing horn and invigorated the spell she was maintaining. Rarity was rather surprised that her magic was able to do such a thing so easily, "Go on then, Twilight darling. I think we've got this covered."

"I...alright then..." Twilight gulped, "Here goes..."

Twilight dropped her shield, and almost instantly Tick Tock's face turned from one of stern focus into strained, almost painful, concentration; Rarity huffed as she too began to feel the intense strain on her own magical stores, and though her focus was elsewhere, in the back of her mind a thought began to take hold - how much power *did* Twilight have? She knew she had a lot of ability, she'd seen it herself, but she'd never *felt* what that kind of strain was like. Just a moment before, Twilight had been holding up this shield with a minimum of exertion for several minutes, and not just against the pressure of the pressing rubble, but against intense amounts of force being applied to it in rapid succession; now, here *she* was with Tick Tock, double-teaming the same Barrier spell and struggling to maintain it for only a few *seconds* against simple *weight*.

Twilight quickly let her horn begin to overflow with magic again, and engulfed herself and her companions in a white light. Tick Tock let out a yelp of pain as her shield began to snap, over-exerting her magic; Rarity tried to flood more of her own magic into Tick Tock's spell, but she too felt her power begin to flicker and peter out like a dying light bulb. A bright flash, and the shield cracked away entirely, and the rubble fell inward...

And Twilight and her friends all breathed a sigh of relief, a good many yards away from where they'd been buried only a moment before. The rubble crashed and let loose a large cloud of dust and soot that spread many yards out into the street. The ponies looked around enough to notice that their surroundings were...a mess. There was debris everywhere and little fires had sprung up too. Some large chunks had even slammed into other nearby buildings and tore them apart like burning rocks being thrown through flimsy paper.

"Come on girls, we need to get moving," Flathoof said sternly as he adjusted his hat, "Get someplace safe, I'll be back to you in a moment."

"Where y'all goin'?" Applejack asked quickly as Flathoof headed the opposite direction, *towards* the building rather than away from it.

"Work," he nodded, "Crowds are gonna start forming, I gotta try and keep everypony calm and orderly until more NPPD units show up to help evacuate the building. Just...get someplace safe for now, okay? I'll be back soon."

"Can we be of any help?" Twilight stepped forward, "I...I don't feel right leaving all of this...this...*disaster* without trying to do something. I...I could've *helped*."

"I think you'd be more help trying to keep your friends calm," Flathoof pointed, particularly at Fluttershy who seemed to be in a shaking panic, "Just get someplace safe, let me do my job."

Twilight reluctantly nodded, and she and Applejack returned to the huddled group. While the Pandemonium natives weren't *particularly* shaken by the surrounding sights, the six mares from Ponyville certainly were. Twilight had only had time to shield herself and her companions, and hadn't extended the shield out enough to cover most of the rest of the street. They looked on in rather firm disbelief - some ponies hadn't been lucky enough to get out of the way, and they could see that the debris had crushed quite a few. Twilight made to try and help one nearby that looked like she could be saved, lifting up a particularly large piece of debris over them and chucking it aside, but instantly regretted the decision upon seeing what lie beneath; she struggled not to retch at the sight. Lockwood was the first to rush in to the injured mare, and quickly shooed both Twilight and Tick Tock

away when they moved to follow suit. She had once likely been a creamy blue, but now was more black and red, covered in dirt, dust, and blood that soaked her coat and her originally purple mane.

“Oh my...” he grimaced, removing his hat and setting it aside, “Miss...can you hear me?” The mare’s eyes fluttered open, and she nodded. Lockwood smiled and sat down next to her speaking slowly and softly, “Paramedics are going to be here soon, my dear...it’s going to be okay.”

“I...I can’t feel my legs...” she choked. Lockwood hid his nervous gulp as well as he could, trying not to look in the direction of what was left of her hind legs, “It’s bad...isn’t it?”

Lockwood smiled, “Don’t worry about that, okay? Save your energy. I’m here for you.”

The mare sniffed, “I...I don’t want to die...” Lockwood frowned as she coughed up more blood than anything else, “I d-don’t....want...to...”

Her eyes dimmed, and Lockwood gave a sad, dejected sigh. He moved a hoof to her face and shut her eyes for her, then returned to the others. Fluttershy began to cry, shuddering in fear as she clung to Rarity, who tried her best to soothe the pegasus, though she herself wondered if she were the best qualified - she was rather shook up as well, not just from the near-death experience, but from seeing what would have happened to them had Twilight not been...well, Twilight. Applejack removed her hat and held it over her chest in a showing of respect for the ponies that hadn’t been as fortunate as they had been.

“I...I want to go home...” Fluttershy whimpered, clinging tightly to Rarity.

“There there, dear,” Rarity soothed, “We all want to go home.”

“I don’t...like this place anymore,” Fluttershy continued to sob, “I just...want to go home...”

“Hey now...” Lockwood smiled, “It’ll all be okay. Bad things happen, but-”

"I just want to go home!" Fluttershy cried, "I *hate* this place! It's so dark, and everypony's so mean and rude, and there's nothing natural or nice and everything's scary and mean! I want to go home...I want to see my little Angel again..."

Twilight looked on in dejected sorrow. Fluttershy was speaking what was on everypony's minds. She wanted to go home too. She didn't like this place much either. She never had, and was certain the others felt the same too. And she was worried so much about Spike, and her parents, and the Princess, and her friends' families, and everypony back in Ponyville; that worry was slowly growing inside her, like a virus, because she knew that the longer she stayed, the worse things were going to get back home. She knew the others likely missed their families now more than ever. And worse still, this world had just in a heartbeat gone from mildly inconvenient and perhaps bordering on annoying, to openly deadly and hostile and with nopony in sight they could hold accountable, and with no telling whether their journey to Utopia would succeed and see them returned to their bright, sunny skies again, or end in tragedy.

It was a rather sobering experience. Even Pinkie Pie was visibly shaken, holding tightly onto Rainbow Dash.

"Oh...Dashie...I was so scared for a minute there. Like *real* scared, the kind of scared that you can't just laugh away..." she gulped, "I...I didn't think my Pinkie Sense could see things like *that*. That wasn't just a teeny bit scary or dangerous or anything like that, that was...downright *life-threatening*. I don't want to think about what would've happened if I didn't have these little feelings..."

Twilight stepped forward and gave Pinkie a warm smile, "You should feel proud of yourself, Pinkie Pie. Your Pinkie Sense just saved all our lives."

"Yeah, kind of indirectly - *you're* the one who saved us with all that fancy magic," Rainbow said bluntly. Twilight shot her a stern gaze, and Rainbow quickly waved her hooves in defense, "I didn't mean it like that. I know we all owe Pinkie Pie an awful lot too. If we hadn't all been out here talking about it, we might've been *inside* the building when it started blowing up. We might've been caught in the blast, instead of just under a pile of rubble..."

"But if we'd known what to expect right from the start, we could've avoided this," Twilight sniffed, "None of us when have been in as much danger, and I...I could've helped..." and she turned towards the ruined street with a severe look of regret, "I could've saved some of these other ponies..."

"Come on now, Twi, you know you had to act fast," Rainbow said reassuringly, "And who knows, if you'd tried to make that bubble bigger and protect more ponies, you might have overexerted yourself. And then where would we be, huh?"

Twilight frowned, "I should've paid more attention to you...like I said I was going to..."

"It's not your fault, Twilight," Pinkie said quickly, "I know you guys don't always pay much attention...but...at least you did when it mattered, right?"

"But I should've listened to you right away instead of arguing about it...again," Twilight sighed. She then turned to Pinkie and gave her a firm, but friendly look, "From now on, Pinkie Pie...you get any of your 'little niggling feelings', you tell me immediately, okay? This whole journey we're about to embark on sounds awfully dangerous, and if your Pinkie Sense can detect things like *this*, I want to know what *else* it can detect. You might just keep us alive through all of this."

"That's putting a little too much pressure on her, Twilight, don't you think?" Rainbow said pointedly, "I know she just got a really big set of brownie points for this, but her Pinkie Sense isn't always consis-"

"I'm not willing to take that risk, Rainbow Dash," Twilight said sternly, "I'd rather listen to all of the silly ones and take them seriously if it means every now and then we're going to get one that keeps us from falling into a snake pit or getting crushed by a landslide, not just getting hit on the head by an apple or walking into a door."

Pinkie Pie nodded, "If you say so, Twilight...sure, I'll speak up about them from now on."

“Good,” Twilight smiled.

Flathoof trotted over, “Finally, some extra patrols showed up. Typical NPPD response time, business as usual. We should be able to get back to trying to get you all...oh dear...” he blinked as he looked at Fluttershy who appeared to be in even worse straits than he’d left her in, “Is she okay?”

“She’s just in shock,” Lockwood frowned, “I think this the first time she’s ever seen anypony...die.”

“It’s a first time for all of us...” Twilight frowned, “I’ve seen dead ponies before...but...those were just pictures and lab specimens...not...not this...”

Flathoof nodded, “It’s not an easy thing to get over...”

“Well...” Lockwood sighed, “So much for going to my place to scrounge up supplies. I wonder what in the world caused all this?”

Flathoof snorted, “I’ll take a look at the reports tomorrow, but if I had a guess or two I’d think it was some sort of accident,” then he turned to Tick Tock and narrowed his eyes, “A rather *convenient* accident, if I do say so myself. I saw where that first explosion started - right on the same floor these six all were living on, and in *precisely* the five-o’-clock position too.”

Tick Tock’s eyes narrowed in response to his, “Are you accusing me of something?”

“Nnnnope,” Flathoof pointed, “But you said you got into a bit of a...*scuffle*, was it? With somepony that didn’t like you or your line of work? Seems to me like you’ve made an enemy, Miss Tick Tock, and whoever they were just tried to take you out pretty handily, so that you wouldn’t get away again. Just my observation, you understand. I’m no detective, but it doesn’t take one to put two-and-two together.”

Tick Tock nodded in rather grim acknowledgement, “That does seem rather likely the case...he must’ve followed me here and knew he couldn’t attack me with all the rest of you around. Bloody hell...causing so much destruction and killing so many...just to get to me? Talk about overkill...”

“Well that settles it then,” Flathoof sighed, “Change of plans. I’m going with you.”

Twilight was taken aback, “You are?”

Applejack had a mixed expression, “But didn’t ya say y’all had responsibilities here? To yer family an’ all?”

“Of course I do,” Flathoof nodded, “I was just going to let you all head on off...though I made that decision with some difficulty. The Wastelands alone are dangerous enough, but there’s more places out there that might give you all some trouble in the long run. I didn’t want to let you all leave alone like that, but...it’s not my place. It’s *your* world in trouble, not mine, and I do have responsibilities here, yes. But, I suppose it’s time I took a little *vacation*.”

Twilight blinked, “Vacation?”

“NPPD officers get one week of paid vacation every year,” Flathoof explained, “They just have to jump through tons of hoops and stuff to get it worked out, and most officers don’t even bother using theirs for a long time. It’s cumulative, y’know? I’ve been on the force three years, so that means I’ve got three weeks stored up. Lucky coincidence, I guess. I’ll head over to the station now and put in my application - Snapshot should be able to get me through the process pretty quickly. Lockwood?”

Lockwood tilted an eyebrow, “Yeah?”

“Time for me to ask another favor of you. These girls are going to need to recuperate after an experience like this, and you’re all going to need supplies for the journey. Take them to Mid-North, to my place instead. Get them all rested up, let my parents know what’s going on. They’ll be more willing to help if were *you* asking anyway.”

Twilight smiled, “Really, Officer Flathoof, no sense in going to that much trouble, burdening your *family* with us now? I’m sure Mister Lockwood can find somepony to call in a few favors from and get us all stocked up, right?”

Lockwood nodded, "Yeah, I've got a few contacts in Dolor Manufacturing that can get us some food supplies, and-"

Flathoof stamped a hoof on the pavement, "Look, Lockwood, just do this for me, okay? Your contacts might get you what you need, but just look at *her*," and he pointed to Fluttershy, who was still huddled close to Rarity, though her sobbing had died down a good deal, "She's a wreck. I know they need to make a rush job of this whole thing, but there's no sense in trying to push them too hard."

Applejack nodded, "I'm with ol' Flathoof here. We're all a little shook up after this, and we do need to stock up on supplies, right? I reckon gettin' rested up too would be a good idea, don't y'all think?"

Twilight nodded, "I can't argue with that, no. I just didn't want to place more undue burden on him, is all. But if you insist," and she smiled at Flathoof, "Thank you, we all appreciate your offer."

Lockwood shrugged, "Well then, if we're all in agreement, let's be off. See you when you're all done with this paperwork I suppose?"

Flathoof nodded, "Right. Snapshot works quick, I should be right behind you. We can head out the Gate before nightfall and rest up at Airship Docking until morning, get a fresh start. No worries."

"Right then. Come on ladies, follow me. It's a long walk."

As the group started following Lockwood, Flathoof reached out a hoof and stopped Tick Tock from doing the same, "Hang on there, Miss Chronomancer."

"Hmm?" Tick Tock blinked, "Something the matter?"

"You're coming with me."

"Beg pardon? What, I don't get to 'rest and recuperate' too? In case you haven't noticed, I'm a bloody mess. I think I-"

Flathoof glared at her, "I don't care if you're missing all your hooves and your mane's on fire, I'm not letting you out of my sight, and I *sure* ain't

gonna let you head on up to my family's home when you've got some sort of psychopath chasing after you, that's willing to blow up half a damned residential complex just to get to *one pony*. Nnnnope, you're coming with me. If this lunatic comes after you with just me around, that's a risk I'm willing to take; I'm not risking my family, my best friend, and six completely innocent strangers when I can take the burden up myself. You got a problem with that?"

Tick Tock nodded, "Not at all...you make a reasonable point. Very well then, let's quit bugging about here and get your little 'vacation time' settled up, hmm? You said it wouldn't take long anyway, right?"

"Not at all," Flathoof shook his head, "Lockwood's got his connections, I've got mine. Snapshot'll take care of this all in a jiffy."

"What do you mean 'she never came in this morning'?" Flathoof glared.

Firecracker halfheartedly paid any kind of attention to him, "Like I said, big boy, she didn't come in today. Figures, leave me with all the paperwork and junk the same day there's some bombing or something down at Southeast Point. Do you have *any* idea how many forms I have to fill out for police reports? It's a paperwork nightmare, is what it is, and-"

Flathoof pounded a hoof on the counter, "I don't care about any of that, I want to know why nopony's bothered to find out why she didn't come in today. Surely somepony called her apartment when she was late this morning? Did she call in sick?"

"Pfh, as if," Firecracker rolled her eyes, "Probably too busy shacking up with that CIA stallion that was here last night. Either that or too busy crying her eyes out after he shot her down - I doubt she could've landed a stallion looking like *he* did."

Flathoof raised an eyebrow, "CIA? They had an Agent here last night asking for Snapshot? What in the...why?"

“Don’t know, don’t care,” she huffed, “Dumb little filly got all hot and bothered the second he walked in too, I could see it a mile away. Maybe she got lucky and the idiot fell for that ‘nerd charm’ of hers.”

Flathoof glared, “And nopony bothered to inform the Chief about this...did they?”

“Duh, why would I?” Firecracker flicked her mane, “Not my business. They were still in questioning when my shift was over, I didn’t really feel like sticking around to see what they were talking about. What Snapshot gets up to on her own time is her own business, she’s not *my* friend, I don’t really-”

Flathoof sighed, “Look, I’m going to just *ignore* the massive breaches in protocol that not reporting a CIA Agent being involved here entails, and your complete disregard for Snapshot’s well-being, but you’re going to do me a favor.”

Firecracker rolled her eyes, “Boys, you’re all alike. Fine, I get off in a few hours, we can head back to my place and-”

“What the h-” Flathoof shook his head wildly, “Ha ha what, *no*, you’ve got it all wrong. I need some paperwork filed. Not...*whatever* it is you thought I wanted. What in the hay made you think...wow...”

Firecracker was taken aback, “And what is *that* supposed to...whatever, as you can see,” and she gestured to a huge stack of folders and papers to her side, “With Snapshot not here, I’m working double duty on the busiest day we’ve had here in months. I’m a *little* backed up with paperwork as it is, so-”

Flathoof glared, “Are you disobeying orders from a superior? I’m normally not much of a rules-jockey, but considering the circumstances I think I’ll bring up a few points. You’re already in breach of protocol by not filing a report on the involvement of a CIA Agent in a case-”

“That would be Snapshot’s job, she’s the one who-”

Flathoof cut her off, “And Snapshot isn’t here today, which means *all* of her responsibilities fall to you, as you’ve been keen to point out. At any

rate, in case you haven't noticed, the Chief doesn't take too kindly to CIA Agents sneaking around his offices as it is, but knows he can't bar them from entry and that he can't just start rabble-rousing when one of 'em is snooping around; *but*, he *does* want to know when they have any interaction with an officer. For breaching that protocol alone, you're already looking at getting fired."

"B-but-"

"And then disobeying a request from a superior officer for paperwork filing...I believe there's a rule somewhere about that too, that superior officers get priority on paperwork since we typically have important stuff to take care of. Two rule infractions in the span of a few minutes? You're lucky I'm in a patient mood. Now, are we going to have a disagreement here, or...?"

"W-what kind of paperwork am I taking care of for you, s-sir?"

"Oh, just a vacation application form," Flathoof waved, "Starting tonight, actually. See to it it gets through the system before the end of your shift, and I won't worry about that CIA thing either. I'll make sure Snapshot fills out her report when she returns."

"R-right sir, of course," Firecracker nodded as she began to fumble around her desk for the form.

Flathoof turned and left her behind, then came over to Tick Tock, who had been waiting patiently at the bench nearby, "Come on, we're heading for Southwest Point."

"What? I thought you said your family lives in Mid-North?" Tick Tock blinked, "I remind you, we're on a tight-"

"I know all that, but I've got to check up on something...someone..."

KNOCK KNOCK KNOCK

"Snapshot? Are you in there?" Flathoof called.

Tick Tock waited patiently behind him in the stairwell as he knocked again on Snapshot's apartment door. She was rather relieved that Flathoof's friend lived on a lower floor than the other mares had - eighty-four floors was much too many to climb, and even though she was used to physical exertion and that kind of work, it still didn't make it enjoyable; Snapshot's thirteenth floor apartment was much easier to handle.

He knocked again, "Snapshot? Hello? If you're there, open the door! It's me, Flathoof!"

No response.

"I don't want to barge in there, Snapshot...but if you don't open up, I'm going to have to. Snapshot? Okay then...I'm coming in." Flathoof signalled for Tick Tock to come over, "You can't pick locks or anything like that with your fancy magic, can you?"

Tick Tock smirked, "Fancy that, an NPPD Captain asking me to commit a breaking and entering." Her horn began to glow, and so did the doorknob. She contorted her face into a firm concentration, licking her lips as she worked. Flathoof could hear a few subtle clicks and snaps as the locking mechanisms of the door began to unlock one at a time - he could tell from Tick Tock's focused look that she was having some trouble getting through the many extra security locks that Snapshot kept on her door. As the sounds moved upwards, the glow of her magics shifted a little and he could tell she was using it to manipulate the locks from the other side of the door. He was impressed, and a little bothered.

"I wasn't being serious, you know?" he said swiftly, "I was just going to bust the door down. Why in Equestria would *you* have any use for picking locks, anyway, hmm?"

Tick Tock turned a little pink, "Ah...heh...I forget my keys a lot. I recognize some of these locks your friend uses, they're pretty standard issue stuff. Why does she have six bleedin' locks on her door, anyway?"

Flathoof looked at the door for a moment, then raised an eyebrow when he saw where the glow from Tick Tock's magic was, "Six?"

"Yeah, six. And this last one is bloody well giving me a hard time too, but I think I've almost got it...aha!" Another click, "See? Piece of cake."

“Hang on a sec...you said *six* locks...right?”

Tick Tock rolled her eyes, “Again, yes - what of it? Are you bad with math or something?”

Flathoof narrowed his eyes at the door, “I helped Snapshot install all these locks. She only has...five...” His eyes widened a little, “Aw...horseapples. Um...let’s just back away from the door now...”

Tick Tock tilted her head, “What are you going on-” and her eyes widened as well, “About...oh. Ohhhh...bugger...”

They quickly turned from the door and ran towards the stairwell, and only got enough distance from the door that the explosion behind them didn’t engulf them straight away. Flathoof lost his footing, tripping on the first stair as a large chunk of the door shattered across the back of his head. He fell to the floor at the turn of the stairwell.

Tick Tock, meanwhile, was much lighter and in a less convenient position; the force of the blast knocked her over the stairwell’s railing and she fell down two whole stories, her foreleg slammed into the opposite railing and flipped over onto the floor. She groaned in the pain in her head, the stiff ringing in her ears, and what felt like a possibly broken leg. She struggled to get up, and graciously accepted a hoof that reached out to assist her.

“Thanks...”

“Don’t mention it...Chronomancer...” Her eyes widened and in an instant she flashed her horn and let loose a burst of magic, forcing Shadowstep roughly into the wall. He chuckled lightly as she frantically scrambled to get up, and drew a knife from the sleeve of one foreleg.

He was on the offensive quickly, giving her little time to react in the extremely tight space. His dagger flashed brightly as it deflected off her shield. She staggered backward a little, trying to gain footing in the narrow walkway.

Another sharp dive. Again she drove him off with the magical barrier. Another attack. He struck from different angles with every swipe, keeping

himself unpredictable. She backed away, carefully stepping on the stairs behind her as his assault forced her around the corner.

“Why do you keep coming after me?!” she snapped. Another strike. He began to force her down the stairs now, “What did I ever *do*?!”

Shadowstep chuckled, “Why do you insist on asking?”

He feinted to her left to strike her, and as she directed her shield there he quickly slashed instead to her right.

She narrowly avoided getting a face full of silver steel, crying out as the blade slashed its way across her cheek. She staggered back a few steps and gasped, almost losing her footing as the stairs ended and flattened out at the next floor.

“You’re going to be dead in a few moments. Would that kind of information matter?” She looked at him with a look of mixed fury and fear. His grin widened, “Ooh, the fire in your eyes is so *bright*. I’m going to *enjoy* snuffing it...” Tick Tock strengthened her resolve and tried to strike out against him. She fired a volley of sparks. He twisted himself to the side and avoided them with ease, “Come now! Can’t you just make this easy and let me kill you? I know all your little tricks now, I’m going to make this nice and *personal*.”

“Bugger off!” She blasted another bolt at him, and again he merely shifted his weight to avoid it. He didn’t let her keep up her approach, and continued to force her back with another strike. And another. She deflected them each in turn, but he could see the weariness in her eyes, the shortness of her breaths.

“What’s the matter, Chronomancer?” he taunted, “You look tired. Perhaps a little *dirt nap* is in order?”

He swept forward again. His eyes gleamed as she did not seem to put up her shield in time. There didn’t appear to be any shield at all, in fact.

He narrowly hesitated and slowed his assault. For his effort, he was rewarded with a sharp pain shooting through his right wing. He slammed into her and collapsed beyond her further down the stairs. He did not pay it

heed, though he knew the wound had been severe. Deep. His flying was now severely hampered.

She did not waste the advantage, and pressed it quickly. Her telekinesis wielded a sharply-torn piece of the rusted metal railing, as if it were a sword.

He found himself on the defensive. His grin returned, and seemed to actually *widen* at the prospect. She was fighting pragmatically now. She was tired. She needed to conserve her magic, and telekinesis was easier than barriers.

"You fancy yourself a swordsmare, hmm?" he taunted as he blocked her makeshift weapon with his dagger, "Maybe when you get a *real* sword I'll consider you a *threat*."

He forced his weight upwards to meet hers. He felt her ragged breaths against his face. Forcing him away with a push, she swung sharply in a downward strike.

He stepped to the side to avoid it. "Clumsy." He lunged forward in response. She barely had enough room to avoid getting sliced across the eyes. The blade nicked her nose, again, as she ducked away.

She was getting sloppy. She was more tired than he thought. A horizontal swing next. Easy enough to duck under. "Pathetic."

An opportunity presented itself. Her wide swing left her open to attack. He flung his knife at her. It was sudden. Unpredictable.

She panicked and raised a shield, sending his weapon flying into the wall beside her. But the concentration on her telekinesis was broken. Her makeshift weapon fell into the emptiness of the stairwell's open center.

He tackled her. Forced her to the floor. She tried to struggle and force him off, but her energy bolt fizzled uselessly against his chest. Her magic had nearly dried up.

"I've been looking forward to this," he chuckled darkly, pressing a hoof against her throat, "The chance to finally kill you, and be done with this

silly game we've been playing." He pushed himself up and put most of his weight into his hoof. She choked and grabbed at him. But he was too heavy, "It's been fun, Chronomancer." He pushed more weight downward, laughing again as he heard her ragged, throaty gasps for air. The tears in her eyes as she realized this was it. - her time had run out.

Shadowstep's attention diverted behind him sharply, but he hadn't much chance to avoid the crushing body of red and black.

Flathoof crashed into him and forced him against the nearby wall. Tick Tock took in a deep gulp of air.

"You're under arrest for the murder of an NPPD officer," Flathoof hissed into his ear, "And the countless other ponies at Southeast Point you killed in that explosion."

Shadowstep laughed from under the larger stallion. He flicked his good wing as hard as he could, striking Flathoof's leg to throw him off balance. It was enough to let him squirm out of the hold.

"Ah...you must be Flathoof," he smirked as he distanced himself, "Snapshot spoke very highly of you."

Flathoof barreled forward, reared, and brought his forelegs down in a crushing motion. Shadowstep dodged backwards and found himself moving downstairs. Flathoof pressed his offensive.

"Are you *seriously* considering turning me in?" Shadowstep chuckled, "As if I haven't broken out of a pathetic little jail cell before."

"You'll be brought to justice for your crimes," Flathoof spat.

"Aww...and here I thought you'd want *revenge*. Your girlfriend was such a sweetheart. She was just *dying* to get to know me better." He laughed loudly at his own joke.

Flathoof grit his teeth and rushed forward with a shoulder tackle. Easy enough to avoid. Shadowstep chuckled as he twisted around and bucked. He caught Flathoof hard in the chest.

The red stallion staggered back a little, and was caught by surprise when Shadowstep rushed up the stairs at him. He swept Flathoof's forelegs, causing Flathoof to tumble down the stairs behind him. Flathoof grunted in pain as he hit the opposite wall, and Shadowstep had more than ample time to distance himself.

"Well, officer, as delightful as this has been," Shadowstep chuckled as he drew his second dagger, "I've grown tired of all of this fooling around. Time to play for keeps. I wonder, when I'm done with you, who's going to take care of your crippled brother, hmm? Maybe I'll pay him a little visit and put him out of misery..." Flathoof glared at the pegasus. Shadowstep's grin widened, "Ooh...did I strike a *nerve*? I'll be happy to strike at more than *that*!"

He lunged forward and swung his knife at Flathoof's chest. A near miss, but he'd drawn blood.

Flathoof backed down the next set of stairs, and ducked under another swing. He twisted himself around and tried to buck the pegasus. Shadowstep narrowly avoided it. Now in close proximity, he lunged again and tackled Flathoof from behind.

They struggled. They grappled. Flathoof was stronger, and was able to crush Shadowstep against the wall for a moment. Shadowstep was a dirty fighter, and bashed his head against Flathoof's throat; he staggered and choked.

Shadowstep pushed his sudden advantage. The red stallion found himself pressed with his back against the railing, Shadowstep leaning over him.

"Looks like a long fall," he smirked, "A shame you don't have wings, like-"

Shadowstep howled in pain. Flathoof wasted no time in capitalizing on his opportunity. He sunk down and kicked his legs as hard as he could, sending Shadowstep careening over the railing.

The pegasus struggled to right himself as he fell, but his right wing was injured, and his left wing now had his dagger, which shimmered a dull

green, embedded in the joint. His back slammed into the railing on the next floor down. He fell. Straight to the bottom.

Flathoof breathed deep, and chanced a glance to the stairwell above. Tick Tock limped down to meet him.

“Are you okay?” she asked hoarsely.

“I’m fine. We should get a move on,” Flathoof coughed, “He mentioned going after my family.”

“Can’t we...rest a bit?” she coughed, “There’s no way he-

“Survived the fall, right. You can take that risk if you want. I’m not about to do that...”

Chapter Seven

Invention

Shadowstep stirred.

“Ah...you’re awake...” Silvertongue’s voice. Shadowstep made to stand at attention, and immediately regretted it as the severe pain shot through his wings. “I wouldn’t move too much, were I in your position, my boy. You look like you took quite a *fall*.”

Shadowstep winced as the pain settled in. Well, at least now he knew he was alive. Where was he? The room was almost completely dark, except for the bright silver glow that crept out of a large container in the corner. Whatever it was, it lit the room well enough that Shadowstep could see himself, a bloody mess, lying on what appeared to be some kind of metal slab. He tried to move, but couldn’t. Not because of the pain...no, those were braces on his hooves. His back against the slab, his legs stretched out and locked in place. His wings were also kept still, mostly, in tiny indents in the slab that seemed custom-fit for pegasus wings. He was rather glad they were kept so still, as he could see they were still horribly mangled and broken. He’d seen pegasi with this kind of wing damage before. He’d even inflicted it upon others.

They never flew again.

“M-milord, what’s-” he sputtered.

“Shadowstep...” Silvertongue sighed, “I entrusted you with two fairly straightforward tasks. Endeavors I believed were tailor-made to your talents and capabilities. You have not lived up to my expectations, because you have failed at one of these tasks *twice* now. Naturally, you understand, I lack confidence that you can handle the second. I am...disappointed, to say the least.” He presented a folder, “The NPPD report on the explosion at Southeast Point. It would appear that it was caused by a gas leak and an electrical fire. If somepony were to have...*orchestrated* that, it would appear as nothing more than a freak accident. Not very subtle in its execution, but certainly subtle enough in preparation, and it most definitely would be effective at eliminating the Chronomancer...and anypony else in the vicinity, for that matter. *Particularly* six ponies I have no desire to see dead quite so soon.”

“S-sir, I had nothing-”

“Save your breath, my boy. If I desired excuses, I would have *asked* for one. I prefer to divulge my information...more directly. You understand how *hard* it is to find good help these days, don’t you?”

Silvertongue’s horn glowed, and Shadowstep writhed in pain as a searing electrical sensation shot through his head. Suddenly he could feel another presence in there with him, and as if his mind were an ocean he could feel something swimming along through it. Silvertongue’s face, if Shadowstep could consider himself any sort of one to read expression, bore a look of critical examination. He could feel the most recent events flashing through his mind as Silvertongue relived them and examined their meaning.

Trailing Twilight Sparkle and her friends in hopes that the Chronomancer would make herself known to them.

Seeing her, alive and well, waiting in their apartment. He had not counted on the generosity and trusting nature of the pegasus, Lockwood.

Trailing them as they left for the Outer Districts, with plans to pass through the Gate using false Passports.

Returning to Southeast Point, and witnessing the explosion. Seeing Twilight Sparkle's magic save herself and her companions.

The pure luck that the NPPD officer, Flathoof, divided the group out of fear that the Chronomancer's would-be assassin would target his family, a valid assumption.

Following them to NPPD Central Station. Overhearing them making to check on the desk clerk, Snapshot. Hurriedly rushing to her apartment and rigging an explosive. Lying in wait.

Fighting with them. *Losing.*

A few moments later, and the pain was gone. Silvertongue's horn ceased its glowing, and he bore a look of clear understanding.

"You're quite fortunate in a great many ways, Shadowstep. Not only because the explosion was a freak accident in and of itself, but that your first aforementioned *failure* seems to have been a great *boon*." At this comment, even Shadowstep looked curious. "Had the Chronomancer been taken care of, as I had tasked you with before, she would have never encouraged those Elements of Harmony to leave their apartment, and they'd have likely been caught in the blast. Ironically, my boy, your initial failure was a beneficial one."

Shadowstep breathed a sigh of relief. Of *course* he hadn't rigged the explosion at Southeast Point. What purpose would it serve to blow apart the Elements of Harmony after he'd just spent so much time and effort gathering information about them?

"However, there is still the matter at hand. The Chronomancer still lives and breathes, and as long as she does so I do not doubt she will be a thorn in my side," Silvertongue continued. He hovered the glowing box over, and lifted the lid. The shining light inside now lit up much more of the room. With a little more magic, Silvertongue lifted something out of the container. It appeared to be some sort of liquid, kept in a neat spherical shape by his magic, "Do you know what this is, Shadowstep?" The pegasus shook his head slowly. "It is a rare and very valuable metal, highly regarded for its functionality as weaponry or armor. You'd be hard-pressed to find much more of it; my own supplies are dwindling, and this is some of

what little I still possess. It is exceptionally lightweight and malleable, and cooperates remarkably well with magic, almost in a symbiotic manner. If one were to forge a weapon of it, their magic could manipulate it fluidly, as if it were an extension of their own body and mind. It is also notably resistant to the magic of anything other than that of the forger, making it extraordinarily potent for shields or armor. The metal is almost...sentient, in a way. It's called Obidium; and, it obeys orders, much better than any *pony* ever could." Shadowstep detected a light bit of a mocking tone, directed at himself.

Silvertongue hovered the box over one of Shadowstep's wings; the pegasus gulped, "W-what are you doing?"

Silvertongue smiled, "Why, I'm going to sheathe your wings in the stuff, dear boy. It will repair the damage you have sustained, and my magic will fuse the metal to your nerves and flesh and bone; then, you will have a modicum of control over it. It will be a new weapon for you to wield against your enemies...against *my* enemies. I *could* have affixed it to you while you were unconscious, certainly, but I believe that if you experience the sensation of it bonding with you, you may have a greater appreciation for the power it will bestow. Oh, a fair bit of warning: this might *hurt* a little." He poured.

Shadowstep screamed in agony as the molten metal seared the flesh on his wings, coating them with liquid heat that burnt a path all the way to the bone, then quickly cooled; he was certain the scent of his wings, his precious wings, burning away would forever remain ingrained in his nightmares. More pain shot through his nerves as the magically-guided material coiled inward and fastened itself to every joint, every muscle, every fiber, until the metal became a part of him and replaced his flesh and bone entirely. His breaths came ragged and dry as he calmed himself from the pain, unsure if he even *could* stay conscious, though he was certain Silvertongue would ensure he did not lapse. Then, he gulped rather audibly to his embarrassment, as he saw the box hover over him and move to his other wing. More pain - the metal stripped clean his flesh. More agony - the metal ingrained itself within him. He suddenly had a strong wish that the fall *had* killed him. Surely death would be preferable to all this pain.

Both wings coated with, no, essentially *made* of the metal now, Shadowstep was finally allowed to breathe normally without fear of more of

the writhing torture looming ahead. So he breathed deep, and slow. He felt the braces on his legs snap open, allowing him to stir once again and begin to stand at attention. Surely Silvertongue would not appreciate him lying there, a pool of pain and misery.

“Excellent, the process went better than expected,” Silvertongue grinned as Shadowstep weakly pushed himself upright, “New and improved, wouldn’t you agree?”

Shadowstep winced a little as the pain still lingered on, but flexed his wings to see if they still worked. To his utter surprise, not only did they respond completely normally, but they appeared fluid and natural, as though they had always been a part of him. They even seemed to work better now than they did when they were wings of flesh and bone. The joints looked real, even the feathers looked real. That surprised him most of all - he still had feathers? The metal had coated them flawlessly just the same as the rest of the wing. Magical materials truly were a marvel to behold. He bounded from the slab, and flexed his new wings some more. They even *felt* natural; though the material was cold to the touch, there was a smooth, almost silky texture to it that made it as much like feathers as real feathers could be. And Silvertongue had mentioned that magic could control them as if they were a part of himself, and that Silvertongue’s power would grant him that ability. He wondered what that could mean, and was eager to test it.

“Thank you, milord...” Shadowstep bowed, “I did not expect to receive such a gracious reward after...ah...my most recent transgressions. To be honest, milord...I...I expected never to wake up again. Your last words to me were hardly encouraging...”

Silvertongue smirked, “Mindlessly killing my subservients is hardly what I would consider a worthwhile use of my time or effort. You are a valuable asset, Shadowstep, even *if* your more recent endeavors have proven rather flawed. This Chronomancer is clearly not to be taken lightly, or she has the most *extraordinary* luck imaginable. In either case, this new tool I have bestowed upon you should be more than ample to destroy her, in due time. Now then, if you’re quite done preening about,” he said firmly, “It’s time we came to the next order of business...”

Shadowstep saluted, "Of course, milord. I'll finish off the Chronomancer this time, I swear it." He trotted over to the door, which not only didn't open at his push, but not in his very presence. He was used to the doors in Pandora responding to the proximity of ponies and opening automatically.

"Where do you think you're going, Shadowstep?" Silvertongue asked.

Shadowstep turned, somewhat concerned that there was a hint of...*glee* in Silvertongue's voice, "Ah...to kill the Chronomancer? Sir?"

Silvertongue laughed. It was the first time Shadowstep had ever heard a sound like that escape his employer's lips, "You? My dear boy, you've already failed me *twice* in that regard. Heavens, what made you think I was going to give you *another* chance, so soon after yet another failure?"

Shadowstep raised an eyebrow, and flexed his wings a bit, "But...you just said...and...but your gift-" he sputtered.

"Oh, that gift of yours is a rather double-edged sword, you'll find soon enough. But I digress, I did not grant you this boon so that you may destroy that meddlesome little Chronomancer, not *yet*. That will come in due time, I am certain, but for now I have more pressing matters to attend to without worrying about whether or not you'll succeed or fail me yet again. No, your gift, my boy, is meant to give you some sort of a fighting chance in regards to your *punishment*."

Silvertongue grinned, and let his horn shine brightly as he coaxed out a terrific amount of magic. Shadowstep panicked and made to move, but found himself engulfed in a bright light. His eyes widened, "P-punish-"

"-ment?"

The first sensation Shadowstep experienced upon being teleported, was the smell. Not so much a smell, really, as much as a stench. And *what* a stench it was. Shadowstep was a hardened killer who had seen many dead bodies, disposed of corpses, seen ponies soil themselves in fear and

upon death, and crawled through some of the most unsavory areas imaginable to reach some of his targets. He thought his nose was mostly immune to the sensations of foul odors, and that he could handle anything of the sort. Here though, he was instantly nauseated due to the sudden exposure to it; it didn't take more than a second to make him retch. For a good, solid moment, the only thing in the entire world that he could see, hear, taste, smell, feel, or even think, was this *stench*. As his stomach settled, his mind eased, and his nostrils became accustomed to the odor, he could finally see where he was.

It was...unpleasant.

The earth beneath his feet was stained a deep, dark red and oozed forth a blackish-red goo that stuck to his hooves. It appeared to be blood - he'd seen enough of the stuff to tell - but was somehow different...irregular. It was thick and clung to him like glue, and almost seemed like it was reaching out to consume him as he lifted his hoof away.

The trees around him were dead. Beyond dead...but also somehow alive. They did not bloom like living trees, full of green foliage that fluttered in a breeze. Their branches were devoid of leaves, and appeared dead, and yet the trunks were thick and seemed full of life, despite their blackened color and their cracked surfaces.

And then...there were the bodies. Shadowstep had killed many ponies in his lifetime, and for a fleeting second he looked about him and wondered if every single corpse he'd ever been responsible for was here, and then some. They weren't buried, not under the ground at least. They were piled, like one would do for garbage or leaves; blackened and burned, rotting away as if they'd been there far longer than he thought were possible without them decomposing into dust.

His thoughts suddenly burned away at him, and he winced in severe pain as Silvertongue's voice rang in his head, as if the unicorn were not standing beside him, or was even actually in his head, but spoke with such a burning intensity that Shadowstep was certain that it was his *own* mouth speaking the words, "The Blood Mire. A fitting name, is it not? I could tell you stories of this place, tales of murder and death that would awe even a murderous psychopath like yourself, my boy. But I fear there is no time for dilly-dallying - you may want to watch your *back*."

Shadowstep turned, and leapt back in surprise as a spark of magic ripped past him and exploded several feet behind his head. The explosion wasn't particularly strong - he'd seen average unicorns with more force than that - but that wasn't the issue. Shadowstep's eyes widened as he traced the bolt back to the unicorn that had fired it, and for a moment he wondered if he were dreaming. If this was either some horrible nightmare, or if perhaps his eyes were playing tricks on him, or if he'd somehow been transported inside of a horror story.

The unicorn was...well, it was difficult to describe exactly *what*. Was it alive? It moved like a living, breathing unicorn. It cast spells like one. It may have well been one, for all things as far as those were concerned, and yet the unicorn was clearly *not* alive. Its charred and rancid skin was almost melting away in places, exposing great deals of corroded bone and decayed innards. One of its legs was ripped apart, and in the places where there should have been bone and muscle connecting the two halves, there was instead a faint glow of reddish-black magical energy that held them in place, though clearly not from the unicorn's own horn. Its horn, in the meantime, was shattered and broken, but still able to cast spells as though that were perfectly natural. This same force filled other important voids in the unicorn's horribly mangled and rotten body, most notably its eyes. No, it clearly wasn't alive, but it was more than just dead.

Shadowstep hesitated for a moment, unsure if what he was seeing was real, and in that hesitation, he almost did not react in time to the feeling of movement behind him. These...*things*, whatever they were had clearly been ponies once, but no longer. He turned swiftly to see another of them bearing down upon him like a predator, starved, out for blood. This one had once been a pegasus, and filling the areas where its wings were torn and decomposed, the same dark power that kept the unicorn from toppling over allowed the pegasus to take flight. Shadowstep narrowly avoided getting a face full of the thing's mangled hoof, and panicked for the brief instant when he realized his dodge had been sloppy and the creature was going to crush his wing instead.

A resounding clang of metal against flesh and bone, an almost sickening crunch, made him rethink that worry. He had felt the creature strike his wing, but hadn't felt any pain at all. And while he was certain that the putrid thing couldn't feel pain itself, it certainly could be damaged; its

face had been horribly mangled by the metal feathers he now had, and it was here that he realized they weren't just feathers; they were *blades*.

With a grin, he stretched his wing and brought it down as one would the blade of an axe, cleaving the creature's head clean off. The sensation of his own body being a weapon, capable of tearing through flesh and bone was exhilarating - rotten flesh and bone, to be sure, but the difference between rotten and healthy was modest at best in this case.

The unicorn fired another bolt of magic at him, and Shadowstep's grin widened as he remembered that Silvertongue had mentioned that the metal was also highly magic-resistant to any kind of magic other than that of its forger. Sweeping his wing about in a wide arc, he reflected the bolt of magic back at the creature, and it struck with enough force to blow the thing's body apart. Like the once-pegasus, the monstrosity's eerie, glowing eyes dimmed and died once it was properly destroyed.

"Fascinating material, is it not?" Silvertongue's voice burned through Shadowstep's mind.

Shadowstep spoke aloud in response, "If this is my punishment, milord, to slaughter these...abominations, then I am thankful you granted me such a gift." His grin turned into a smug smirk, "Otherwise I might have to break a sweat. I shall return soon enough to slaughter the Chronomancer."

Silvertongue's voice laughed, and Shadowstep's elated smugness dwindled away in an instant, like a fire facing down a monsoon, "My dear boy, you think you'll only have to deal with them in such short bunches? I was merely giving you a brief chance to discern the extent of your new gift. But, if you're that confident in yourself, then perhaps it is time I removed my protective barrier..."

Shadowstep suddenly felt an emptiness fill him, and the entire surrounding area seemed to become more visceral. In that instant, he realized that he hadn't moved much since he got here, and that both the creatures that had attacked him had originated from a relatively close distance away.

Silvertongue's magic had kept *more* of the creatures at bay. Shadowstep watched in horror as the piles upon piles of bodies around him all suddenly began to glow that same black-and-red, and hordes of the once-ponies began to stir. More and more and more of them; not just several dozen, but several *hundred*. They were not slow to wake, nor were they slow to act.

Shadowstep found himself engaged on all sides, as the creatures that took on the forms of unicorns, pegasi, and earth ponies alike assaulted him with reckless abandon. He swung his wings around like great scythes, slicing apart most of the ponies that got nearby, but he found it was difficult to do so against a horde that seemed to grow larger every moment.

He panicked. There were only two options: fight, or flight, and right now the former seemed to be a fool's errand. Flapping his wings roughly, he forced himself hard into the air.

Unicorns continued to fire bolts of red magic at him, and now the once-pegasi were beginning to pursue. They were not quite as agile as living pegasi, even those who were perhaps below average fliers. He breathed a sigh of relief as he easily outran them, and twisted himself around to make a course for New Pandemonium City. Fighting the creatures was hard. Running from them was easy.

"Tsk...tsk...tsk," Silvertongue's voice rang again, "My my, Shadowstep, are you trying to *escape* your punishment? Were it that easy to do, I would think myself a right fool to believe you wouldn't attempt it. No no, we won't be having any of *that*."

Shadowstep felt a sharp pain shoot through his wings, and suddenly they felt heavy. Very heavy. His wings were suddenly great metal weights that could grant him flight about as well as they would let him swim. He careened into the ground below with a sickening crash, not just because he was injured but because he now found himself covered in the bloody goo that he was now certain was the remains of some of these abominable creatures. It made him suddenly nauseated again at the thought of it.

He looked up from his crash site to find that he was already being set upon by more freshly-woken monsters. When he tried to move, he found that the weight of his wings made that task excruciatingly difficult.

One of the earth ponies lunged at him, and he barely had the strength to swing his wing around to defend himself, let alone try to break the creature. The rancid pony merely rebounded off his wing as he used it more as a shield than a blade.

But it was enough effort to make him lose focus on another, and a once-pegasi sprung upon him and with what had assuredly once been a mouth but was now more or less just a vice, sunk great, sharp teeth in his neck. Shadowstep cried out and shook the thing off, slashing at it with his other wing but only managing to rip apart its legs.

A unicorn blasted a bolt of magic at him that knocked him off his balance and onto his back. An incredible burning sensation shot through his side where the blast had struck.

The earth pony pounced upon him and slammed its forelegs down into his chest; Shadowstep wheezed and coughed up blood as the creature's sharpened hooves ripped and tore his skin, threatening to pierce straight through and shred apart his lungs and heart.

He flexed his wings around him and crushed them against the thing's head, splattering himself with blood and rancid gore as it slumped forward on top of him. He fought the urge to vomit.

A tearing pain ripped through him as he felt another one, likely the once-pegasus, bite into one of his legs. He swung his wing down to slice through it, and struggled to his feet.

As he staggered away, a familiar burning sensation tore through his back as the unicorn's magic exploded upon him again. The unicorn however had not fired its bolt from much distance. He felt its weight forced upon him soon after, burying its teeth into the freshly cooked flesh on his neck. The pain was enough to make him slowly began to lose consciousness. He tried to shake the unicorn off, but could not find the strength. He looked out into the field, and all he could see.. were hundreds more of the eyes coming his way.

And that was the *last* thing that flashed before his eyes.

The elevator hummed quietly as it slowly made its way down the side of Pandora, it's only passenger looking out of the glass exterior and out into the slowly retreating city skyline. Eventually Silvertongue's view of the city was obscured as the Inner District's skyscrapers and office complexes rose up. The ambient music was soothing, a calming rendition of one of Silvertongue's favorite songs. It was a slow, delicate melody, from an opera he remembered seeing as a little foal so very long ago; the villain of the piece sang this song as he set about his final scheme to vanquish his heroic foe, and Silvertongue found it most appropriate for his current situation. There had been a few hiccups here and there this evening, but for the most part things were finally underway.

The elevator doors opened, and Silvertongue strode out into the large, beckoning hallway coated in blacks and reds, and dark enough to drown out the light of his pristine coat like ink upon paper. At the end of the hall was a large metal door, foreboding and intimidating in all its blacks and golds. Silvertongue walked through it with eager confidence and poise, lifting the heavy object with his magic as though it were made of the flimsiest of wood, not solid iron.

The room was moderately darkened, lit well enough that one could see its contents without much strain. Silvertongue looked around in quiet contemplation at the abundance of machines and other materials strewn about but clearly all purposed for some task. Huge monitors, large power grids, cables of all shapes and sizes and lengths stretching and connecting them all together, but none of that was of much concern to him.

No, Silvertongue's eyes were focused in the center of the room, where a large platform had been raised. He approached it with curiosity and anxious anticipation, ecstatic to see the fruit of his labors firsthand, to see what his mad science and his forbidden magics had wrought. On the platform were six large containers, made of an enchanted glass that would resist and contain some of the most powerful magicks known to ponykind. Each one was connected to a series of cables and levers and machines to monitor the contents of these containers, and that was what gave Silvertongue such eager elation.

He turned and called out into the room, "Doctor! Is everything prepared?"

A crash from the side of the room drew Silvertongue's attention, as a pony swore and cursed as he tripped over one of the cables. The pony, an off-white unicorn stallion wearing a dulled beige lab coat rounded the nearby corner and greeted Silvertongue with a brisk salute and a smile, "Herr Silvertongue, I apologize. I did not hear you come in. Ach, anyway...ja, everyzing is ready. I only need to make a few final adjustments and vee may begin."

"You have outdone yourself, Doctor. Six of them, and in such a short time too. I am glad to see I will not be experiencing any *more* delays. This shall be your greatest work."

"Ja, zank you," Blutsauger smiled with pride, "It vas easy to get zee genetic material I required; I vas able to convince zem to come in for a physical and...heh...*blood-vork*. Pure samples are much better zan possibly tainted ones from zee immunization needles. Zee more I have to vork vis, zee better vork I can do, ja?"

Silvertongue smirked and turned his attention back to the containment pods. Sitting in each tube was a pony. Here, in the one closest to him, was a lavender mare, a unicorn. She had a deep purple mane and tail that fell straight and looked naturally neatly-combed, with a bright pink streak shooting along the middle. Silvertongue grinned as he saw the inspired perfection that the process had created. Twilight Sparkle, the Element of Magic, was out there somewhere in New Pandemonium City; but, she was also *here* in this very room, and the only difference between the two was that one had a soul, the other did not. One was a living, breathing creature, while the other was just a lifeless shell.

Silvertongue knew that would soon no longer be the case, that soon this little mare in this containment pod would no longer be Twilight Sparkle, and yet *would* be all the same. All of the original's thoughts and memories and passions and dreams and every last possible *fiber* of her being would be twisted and warped to his advantage. He gave a small laugh at the thought of his labors being given physical form at long last, to know that soon enough they could begin the task he had set before them. In each of the other chambers, another perfectly-copied clone of the rest of the

Elements of Harmony sat, lifeless, soulless, and awaiting the next stage of his plan.

“Excellent...*excellent*,” he breathed, “Now then, doctor - go ahead and finish your final preparations. I need to...*focus* myself, for the next stage. I should only need a few moments.”

“Ja, Herr Silvertongue,” Blutsauger nodded, and hastily shuffled away.

Silvertongue breathed deep and let his magic waft about him, calling out to Discordia once again. She was quick to respond, as always.

“My Warden...you work quickly,” her voice cooed, “I am pleased with your progress.”

“I am as anxious as you are, milady,” Silvertongue thought inwardly, “The stage has been set, the actors are all in place - with your blessing, I may pull back the curtain and let our masterpiece perform for itself.”

Discordia hesitated for a mere second, “My Warden...to you I will be granting phenomenal magical powers, with which you will be gifting these creatures with life. But I warn you...with my essence filling their bodies and souls, my power fueling theirs and filling them with my will...it will weaken me greatly. I will be unable to reach out again from the Dreaming for quite some time...unable to assist you, should you require my aid.”

“I have utmost confidence in my plan, milady,” Silvertongue chuckled with confidence, “These six mares that we are birthing this very hour, they are the perfect pawns to carry out this task. I have no doubt that the powers you are to bequeath upon them will be more than enough insurance that, even should our initial plan fail, they may still be of some use to us in the future.”

“I am entrusting you with a great risk, my Warden. I know you will not disappoint me. You have my blessings...continue your work, and see to it personally if need be that my will be done.”

“As you wish, milady...”

Silvertongue then felt the oddest sensation. Discordia's *consciousness* was leaving his soul and mind like before, but he did not feel empty. No, her *essence* still yet remained within him; he instead felt *empowered*, filled with so much dark magic and energy that for a fleeting second he felt it would tear him apart, unable to be contained by his mortal form. His body became used to being filled with such power in due time, and he felt the ease at which his new magic could function. Such *power*, such *intensity*... If only this kind of strength could be used against Harmonia directly. Silvertongue was confident he could destroy her himself and be done with the whole plot. If only that were the case, but that was where these six little mares came in...they would help accomplish that goal.

"Herr Silvertongue!" called Blutsauger, shaking him from his awed stupor, "All zee preparations are complete, vee are ready to begin."

"Wonderful," breathed Silvertongue. He strode away from his six prized creations and over to where Blutsauger awaited him. The Doctor helped Silvertongue into a mechanical brace that attached to his horn, connected by cables and wires of many different sizes and colors and materials that stretched up to the ceiling, then came down again and attached themselves to the large machine that held the six containment pods. Blutsauger quickly checked a few readings to make sure everything was connected properly; satisfied, he trotted over to his private station in the other corner of the room and made a few final adjustments.

"Right, now zen...ah...ven you give zee vord, Herr Silvertongue, I vill begin zee energy transfer. Zis is mein first time doing zis precise process, but it should not be much different zan any of zee ozer times I have done zis sort of zing, ja? Sure it's not bringing zee dead back to life, but it is a similar concept."

"I am ready to begin whenever you are, doctor," Silvertongue nodded.

Blutsauger nodded and flicked a bunch of tiny switches with his magic, turned some dials, adjusted a few levers, twisted a knob or two, pushed buttons, then turned to the *massive* red power switch behind him. With a great exertion of effort, he lifted it and with a loud clang it snapped into its 'on' position and all the machines in the room sprung to life at once. Silvertongue felt a rush of electricity snap through his horn, and grinned

wide as the feeling of power in his body reacted to the amplification device he had designed.

“Venever you are ready, Herr Silvertongue, you may begin...Zee Magicks!”

Silvertongue let his new powers trickle slowly out of him, and though he did so with much trepidation and remorse, he knew he would soon be rewarded with the effort. Powerful dark magicks flowed from his horn and into the amplification device, and he saw the energy coursing through the cables above and into the containment machine at the room's center. The machine spun slightly and then lifted one of the containment pods from the platform to center of the machine. Silvertongue noticed that the pony inside was orange...Applejack, was it? The Doctor always did have a habit of doing things alphabetically. He watched with eager anticipation as the containment pod gave a resounding noise when it clicked together with the amplification device. The pod began to glow a dark purple, shrouding the pony inside from view for a few brief moments. Silvertongue loosed forth a full sixth of Discordia's granted blessing out of him, and watched as the device drained it into the pony there.

A strong darkness filled the room for but a moment, shrouding everything in black; when it flickered away, the machines stopped spinning and whirring and Silvertongue felt his magic relax completely of its own accord. He looked to the center of the room. The containment pod was still shrouded in dark mist, and remained as such as the machine pulled it away from the center of the room and lifted the pod towards the nearby wall, where it would be sent to an adjacent room for safekeeping and further monitoring. Silvertongue motioned for Blutsauger to delay the process, long enough for him to at least see his *first* creation before he began to work on the others. The black and purple mist slowly dissipated, and Silvertongue gazed into the pod with delight and pride. His first creation was inside, alive and breathing, kept in a calm stasis to allow her body to grow accustomed to the dark magicks that flowed through her veins. The first of these new... Elements of Discord. Silvertongue rather liked the name.

Applejack's clone had been warped and twisted by the incredible magicks that Discordia's power held, and she no longer truly looked anything like her original form. Her dulled orange coat had turned a vibrant blue, her blond mane and tail a shiny apple red. Her figure was slightly

leaner and more refined, not at all like a working pony that did exuberant amounts of physical labor. He eagerly awaited the chance to get to know this new mare, to see how her personality and essence were different from her Harmony counterpart. If her mind had been twisted as much as her body...well, the implications were astounding to him. Such power... to completely change one's body and soul. Only Discordia's magic was capable of such a dark task. Silvertongue motioned to Blutsauger to send the pod the rest of the way, and he himself focused his magic again. There were still five more ponies to create.

The machine spun again, and this time lifted the lifeless clone of Fluttershy. As before, Silvertongue fueled the device with Discordia's magic, and he winced in pain slightly as even more power was sucked out of him. He nearly worried that perhaps it was draining some of his own magic as well, but shook away that concern; even if it was, it would only serve to fuel them with *more* power, and tied their essences directly to him in some way that they would be more readily...obedient. The room darkened and brightened again, and Fluttershy's counterpart was lifted away much the same as Applejack's had been. Silvertongue did not signal to halt the process. He'd witnessed its effects upon Applejack's clone already, and knew he would soon enough get to see and meet the others without squandering his time. He repeated the process. Pinkie Pie's counterpart next, then Rainbow Dash's, then Rarity's.

At last, the one he was most eagerly anticipating, Twilight Sparkle's clone. Discordia's magic began to flow through him and into the amplifier as before, and everything started off rather smoothly. But then, something went wrong. Terribly, terribly wrong. Several of the machines in the room began to vibrate and hum uncontrollably. Silvertongue noticed a few monitors here and there begin to crack. Blutsauger leapt away from his station as one of the readout meters burst apart showering him in plastic and glass. Silvertongue himself could begin to feel it now, a phenomenal amount of magical power flowing outward from the slowly warping clone of Twilight Sparkle, untamed by its host body and pulsing with power and with nothing to keep it under control. He expected her to have a lot of power as the Element of Magic, but this seemed a little too much. And the energy did not feel intimately recognizable to him, though he did feel it was somewhat familiar.

"Doctor!" he called out, "What is happening here?"

Blutsauger gulped as he looked over a few of the readings, "Ach, her magical levels are off zee charts, Herr Silvertongue! I did not zink anypony could contain zis much magic...und...zee machines cannot pinpoint zee source. Most unicorns use similar types of magic, ja? Zis one...zee machines do not recognize it!" As more of Discordia's power flowed into the machine, Twilight's clone began to give off more and more energy. Silvertongue could feel it tingling against his skin and making his mane and tail waft about as though there were a breeze in the room. Blutsauger could feel this magic too, and it was making him jittery, "Zee safety parameters are holding for now... but I do not for how much longer. Zee mana-resistant glass should be able to hold, so long as her power does not increase too much more." Blutsauger regretted speaking too soon, as both he and Silvertongue heard a rather loud crack come from the center of the room. Blutsauger quickly trotted in and eyed the glass, then stepped back with a great deal of worry, "Impossible...*impossible!* Herr Silvertongue, her magic...it is cracking zee glass!"

Silvertongue's eyes widened for only a moment in utter surprise at what the implications were. The amount of magical power required to break through that glass was extraordinarily high, only something that *particularly* powerful unicorns could break. He himself admitted he had trouble cracking through it, and as Discordia's Warden he was the most magically-empowered unicorn in all of Equestria. Was Twilight Sparkle, and now her *clone* as well, that powerful? As powerful, no, *more* powerful than he was?

Astounding.

Another crack, and another rang out. The cracks snaked along the glass like it was ice, and they could hear what sounded like *pounding* coming from inside. Blutsauger jumped back a great distance as finally the glass snapped open. Like a fierce storm, the intense magic within the little pod now was set loose into the chamber. Without its host to control it, the powerful magicks acted of their own will, a phenomenon that intrigued Silvertongue. Magic wasn't supposed to work like *that*, at least no magic he had ever seen or used before. A void of darkness flared about, lashing out random at machines, and every second that Silvertongue pumped more of Discordia's magic into the amplifier, the more power this wild and untamed magic was given to work with. It launched bolts of powerful energy at random targets that ripped metal and glass apart like they were nothing. It

lashed out with fluidic tentacle-like strands that grasped at things and crushed them like toys, or smashed them like a hammer striking nails. Blutsauger clambered over the Silvertongue in a panic, "Herr Silvertongue, vee must stop zee process! Her powers vill tear zee room apart!"

Silvertongue glared at the Doctor, "Stop? When we are so close? We are only a few short moments away from bestowing life upon the most powerful mortal creature in this world, and you want to *stop*? Get back to your station, you miserable little *foal* and keep her lifelines stable. I am not about to end this just because you are a pathetic coward."

Blutsauger gulped, and nervously nodded as he backed away, "Ja...ah...I vill...just go back to mein station, Herr Silvertongue."

Blutsauger returned to his instruments and began to tweak them in an attempt to calm the empowered mare's magic, but nothing seemed to be working at all. Her powers were far too great to tame with mere machinery, mere *science*. More and more power continued to flood the room. Blutsauger huddled under his workstation, hoping that he'd live to see the next morning. Silvertongue was otherwise undeterred, even as the magic began to lash out towards the machines closer to him. One bolt of magic flashed just past his ear, enough that he could feel the stinging burn. Another exploded nearby and tore apart a monitor station in a shower of metal and wires and electricity that, had he been a few feet closer, would likely have killed him. This didn't phase him in the slightest.

It wasn't until one bolt of magic shot straight at him that he, just for a moment, lost his concentration. He did not attempt to avoid it, did not attempt to block it, and knew that trying to do either was impossible given his station. All his magic was being used to maintain the power transfer, and as long as he was latched into the amplifier, he couldn't move. When the black bolt of powerful magic struck him, he recoiled in agony. All he could see was black and red, darkness and blood flooding his vision; feel the intense pain of searing magic and broken glass embedded in his left eye, where his monocle had once been, where his eye had once been. A lesser pony might have blacked out, whimpered and cried, gone into shock, or even began to heave. But Silvertongue was too far into this focus. He would not be deterred, not if it cost him life and limb. Discordia had entrusted him with this task, and he would not fail her, *could* not fail her.

Only a little more. He fought through the searing pain. Only a little more. The salty taste of blood would not shake him. Only a little more. He couldn't see straight, but that would not deter him. Only a little more. Only a little-

There.

It was done.

There was a sudden emptiness as the last of Discordia's magic was fully transferred into her, and the intense magicks of Twilight Sparkle's clone calmed, and retreated back to their host. Her subconscious was alive now, and could hold the magic in check at the basic level needed to prevent it from ripping everything apart. Silvertongue snapped the amplifier off his horn roughly and stumbled out of the bracing device. Doctor Blutsauger eagerly jumped out from cover, glad to be out of danger, and ran to him and helped keep him steady.

"Herr Silvertongue...you've done it! Zee process was a complete success, she is...ach...Herr Silvertongue...your eye..."

"A minor inconvenience," Silvertongue spat, "Her pod is shattered...that means she will not be in stasis, correct?"

Blutsauger quickly nodded, "Nein, she will not be in stasis without zee containment pod. Her life signs are stable enough...she will likely wake up on her own in a few moments."

"Bring me to her..."

"Shouldn't we get you some medical-"

"I said bring me to her, *doctor*," Silvertongue hissed, "You can attend to my injuries later. I wish for her to see me when she wakes."

"Ja...ja, of course, Herr Silvertongue..."

The two hobbled over to the central platform, as sparks of electricity jumped about from nearby machines. The entire room had become like a battlefield, torn apart by such powerful untamed magicks. Silvertongue was

becoming wet at the lips in anticipation. If this kind of power could do that much damage when wild and unfocused, how much could it do when given a target, when concentrated on a goal? Yes... she would do quite nicely. He insisted upon limping the rest of the way up the platform without the Doctor's help, and came to the shattered pod, where he beheld his sixth and final creation.

Her coat was purple, a deep dark purple, not at all the bright and colorful lavender of her original form. Her mane was colored bright pinks and purples, and seemed to have a natural bounce and curl to it. Her body tone did not seem to be altered in any way physically, which would make sense seeing as she, too, would be the Element of Magic. This mare, she was perfect. She was just as powerful as her Harmony counterpart, but without those annoying things like 'self-control', 'compassion', or '*friendship*', that prevented her from using that power for personal gain and for destruction.

The mare's eyes slowly fluttered open.

"Rise and shine, little one..."

Chapter Eight

Impasse

A slightly heavy-set rose-colored earth pony mare dabbed a cotton ball into a little bottle of alcohol and dabbed away at the chest of a certain red earth pony stallion, who clearly had seen better days. Bits of his coat were singed, as well as his mane and tail, and he had been bleeding - though luckily that had stopped - from many cuts on his face and chest, particularly a nasty one near where his badge normally rested. She blew a bit of her golden mane out of her face as she attempted to dab away at that worst-of-the-worst cuts, but his fidgeting was not making things easy.

“Ow... ow... ow... ow. Cripes, ma, could ya’ take it easy?”

Shortcake huffed and flicked her son’s ear; he winced.

“Now is that any way to talk to your mother, hmm? Oh you boys are all alike! You come home crying and whining about this and that and something-or-other, ‘oh mama I got hurt at work today can you kiss it and make it feel better?’, and you just expect me to do everything. See? See? Things like *this* are why your father and I didn’t want you getting into the police business in the first place!”

“C’mon ma, this was a pretty uncommon-”

“Don’t interrupt!” She flicked his ear again, “When I’m through with you, *ooh*, I am going to have so many *words* with that little unicorn in there, and I tell you now Flathoof, your mama is gonna be using some words that

she don't want you ever taking out of this household, y'hear?" She huffed again, angrily taking some deep breaths. She was more than a little agitated. "Dragging my boy into danger like he's some kind of... of... *danger-facer*. The *nerve*. Why, if little Lockwood weren't so keen on treating her nice I'd-"

"Now ma, she didn't drag me nowhere," Flathoof sighed, "I'm the one who took her to Snapshot's place, she had nothing-"

Shortcake's expression soured, "Oh... please don't mention that poor girl, Flathoof. That poor dear..." She sniffed gingerly, wiping the tissue she had in one hoof to her eyes, "Such a sweet child. Your sister was so fond of her, and your father too. I was so *certain* she'd be a part of the family sooner or later..."

Flathoof frowned, "Yeah... yeah, ma... me too..."

"I ain't... uh... interruptin' nothin'... am I?"

Flathoof nearly jumped out of his seat, completely taken by surprise as Applejack made her presence in the doorway known. He took a moment, and then turned pink in the cheeks as he realized he was not only out-of-uniform, but not wearing any clothes at all.

"Oh geez! Ma! Would it kill you to close the door, huh?"

Shortcake flicked her son's ear again. He winced. "Hush now boy, we are in a private residence, that fool Dress Code or whatever don't have keep in here. And mind your manners, talking to your mother like that in front of company. What would your *father* say?"

"Ma, I am *naked* here and there is a *lady* standing in my *room*."

Shortcake chuckled, "And about time too, if I do say so my-"

"Ma!"

Applejack suddenly turned a very bright red, taking on the same level of embarrassment he was feeling. It felt odd to be embarrassed about something like that, when back at home nopony typically wore much of

anything except a few accessories here and there, if anything at all - she'd even brought that up to Rarity before the Grand Galloping Gala what felt like ages ago. In this world though, they seemed to have some sort of... *taboo* against being totally naked, though what they considered "proper attire" seemed hazy at best; the NPPD uniform only covered a pony's torso, after all. It was strange, to say the least, and it made her sort of rethink what it meant to be comfortable back at home without any clothes at all either. Why was this world so different?

Shortcake turned to the doorway, "Don't mind him, he's a bit of a stick in the mud sometimes when it comes to *those* kinds of things. You were... Applejack? Yes?"

"That's right, ma'am," Applejack nodded, "I was just checkin' in, seein' if e'rything was okay."

Shortcake smiled, "Well I think I'm done fixing the big lunk up for now. I'm going to hit the hay myself, pretty soon. It's been a *long* night. That is, *after* I go have another little chat with that little unicorn. *Ooh*, I am so... *hmph!*" She picked up her things and swept on past Applejack, patting her on her shoulder as she left. "Keep an eye on my boy for me, hmm? I get the feeling I can trust you to do that..." she whispered. Applejack nodded subtly in response.

Applejack entered the room more properly now, and trotted over to Flathoof's side. He was busying himself getting a clean shirt on, though he did so with some difficulty - his shoulder was wrapped in gauze, and he was clearly having some trouble moving it.

"Do ya... need any help?"

Flathoof fumbled with himself trying to get his foreleg through a sleeve, "No, I'm perfectly fine." He managed to get it through and slid the shirt the rest of the way on. It was just a simple white shirt, meant for relaxing around the house and not worrying about one's appearance. "Everything okay out there? How's Tick Tock?"

She smirked, "Well, she's got enough energy ta argue wit' Twilight 'bout this and that and the other, so I reckon she'll be right as rain soon enough. I tell ya, Twilight's magic impresses me more 'n' more e'ry time I

see it. She fixed that girl's leg up real quick like... wit' some help from Fluttershy, o' course. How about you though, are y'all gonna be okay? Do ya need anythin'?"

"I'll manage," he said quickly, "I've had worse... I think. All in a day's work for one of New Pandemonium's finest." He frowned at that. Mentioning the department at all reminded him again that Snapshot was gone. He was rather glad he wasn't going to be wearing the uniform for a while. Or rather, what was left of it.

An awkward silence wafted about for a moment. Applejack coughed, "I'm... I'm sorry ta hear 'bout yer friend."

He could only nod in response, "I feel like a terrible pony, Applejack..."

"C'mon now, sugar, it ain't your fault she's gone. That there crazy pegasus is the one ta blame, y'hear? Not you." She tried to smile, but found even that hard to do.

Flathoof shook his head, "That's not what I meant. I meant... about everything. Losing her, it feels like I betrayed her..." He sighed, "If I'd just been honest with her from the start, with *myself*, maybe this wouldn't have happened. I don't know..."

Applejack stood still for a moment, then nodded in solemn understanding, "She was more ta y'all than just a friend... wasn't she?"

He shook his head again, "No... well, not officially. Something tells me she wanted to be, and I suppose I felt something there as well, but that might just be the grief talking. I always told myself I'd find out one day, but I kept telling myself the time wasn't right. That there'd always be another day. I'm such a coward." He sighed, "Why do I feel so... empty?"

"That's what it feels like, ta lose someone in yer heart. I know that feelin', sugar. I know how hard it is to get the news, to deal wit' the loss," she said softly. She looked away, trying to keep herself from un-fond memories, "The feelin' that ya couldn't stop it. That ya never had a chance ta say goodbye..." Applejack stood silent a moment, then put a hoof on his

un-bandaged shoulder, "If'n y'all need somepony ta talk to, I'm here for ya, y'hear?"

He nodded, and leaned into her slightly, "Thank you, Applejack... I really do appreciate it."

There was another awkward silence between them. Applejack shifted, and tried to clear the air, "C'mon, let's go see if ol' Tick Tock is gettin' along better now, hmm? Get yer mind off all this. The last thing y'all need is ta beat yerself up o'er it. She wouldn't like ta see y'all in a rut."

"Yeah, yeah that sounds like a good idea," Flathoof nodded, "Though I suppose after dealing with my mother, I doubt she's going to be very stable," he added with a chuckle.

The pair headed out into the hall, and were welcomed by a young colt that delivered a big hug to Flathoof. "Big bro! You're okay! Ma was sayin' you got hurt and-"

Flathoof scowled at the little pony, "Shorthoof! What in the wide world of Equestria are you doing up at this ungodly hour? You have school in the morning. What were you doing, hiding outside in the hall? Does ma know you're still up?"

The small, butter-colored pony frowned and gave an audible sniff, "I just wanted to see if you were okay, big bro..."

Flathoof sighed, and leaned down and gave the little one a hug, "Aww, don't you worry about me little guy. Your big bro is invincible, got that? Ain't nothing gonna put me in my place just yet." He ruffled the colt's cherry-red mane. "Now, you get off to bed, okay? I don't want to hear nothing about you doing poorly in school because you were up all night."

"Okay big bro, I will," Shorthoof nodded. He then noticed that Applejack was looking down at him with a warm smile, and realized he had been completely ignoring her, "Oh! Um... s-sorry miss, I didn't mean to interrupt."

"It's alright, sugarcube," Applejack beamed, "I've got a lil' sis jus' like y'all, back at home. I reckon she'd be just as worried 'bout me if'n she were in yer horseshoes."

"You've got a weird accent, miss."

"S-Shorthoof!" Flathoof balked, making Shorthoof flinch, "You apologize to Miss Applejack right-"

"It's okay, he didn't mean nothin' by it," Applejack chuckled, "I reckon I do sound awful strange 'round these parts anyhow. Heck, even back home there ain't many ponies sound much like the Apple Clan."

The colt gave a excited nod, "W-well, it's been nice talkin' to you, but my big bro'll scold me some more if I don't get to bed. Night, big bro. Night, Miss Applejack."

"Good night, little guy," Flathoof smirked as he shooed him away. He chuckled as the colt rounded the corner back towards his own room, "I think he likes you."

"Hmm?"

"Shorthoof's not exactly the most sociable in our family. I deal with the public a lot, my ma and little sister just love to gossip, and pa is a foreman at the Foundry, always has to deal with Union-this, and Buyers-that; Thickhoof... well... he's at home all the time now, and ma and Pattycake are starting to rub off on him, I think. Little Shorthoof, he tends to stick to himself, mostly does a lot of reading. Doesn't look like he wants to take after the family line. Doesn't have many friends either... but you, he actually talked to you all on his own, even having just met you. I think it took him a week to even talk to Lockwood without us telling him to."

Applejack hummed, "He's a cute lil' guy. C'mon, let's go see how Tick Tock's doin'."

"Ah, right, almost forgot," Flathoof nodded, "I don't hear my mother, so maybe she's all done."

The pair headed down the hall and towards the den where, despite her injuries, Tick Tock insisted she stay. Flathoof's mother had certainly agreed that was acceptable, and probably would have insisted she did so anyway - everypony could tell Miss Shortcake was not at all pleased that Tick Tock's personal issues nearly got her eldest son killed, and likely would've preferred she were out of the house entirely, if not for the insistence of the others; certainly though, she would not get the comfort of a soft bed, just a couch. The fact they even had a den was somewhat surprising to Applejack and the others, considering the living space *they'd* been given; houses were much less common in the Mid Districts compared to the Outer, and usually cost loads more.

Again, it seemed that befriending Lockwood had been the greatest fortune to ever bestow Flathoof's family. Even Applejack was at this point expecting the pegasus to be the answer to *every* problem, and was getting a little... wary, to say the least. Rainbow Dash had said as much herself, that perhaps owing him so much wasn't such a good idea. Rarity and Twilight and even Fluttershy may have been suckered in by his generous, friendly demeanor, but she wouldn't succumb so easily to his charm, no sir. But Flathoof trusted him, and for now that was good enough for Applejack.

Of course, she completely ignored Rainbow's comments in that same vein about *him*, and "wouldn't hear nothin' 'bout being no hypocrite" from Rainbow Dash of all ponies. Flathoof was different. That was all there was to it.

The den was mostly empty. Only Tick Tock, Twilight, and Lockwood were still awake; everypony else had already retired for the evening, as it was getting awfully late. Tick Tock looked a mess, though thankfully she'd gotten proper care more quickly this time and didn't look *too* bad. Mostly lots of bandages and a sling to keep her leg still while Twilight's magic repaired the damage.

"Well don't you look a sight," Flathoof smiled, "You've seen better days, that's for sure."

Tick Tock mock-frowned, "You're one to talk." She suddenly looked very sad, "And... I am sorry about what happened to your friend. I feel responsible for it. That *maniac* used her to get to you, since you were with

me..." Flathoof looked stern, but didn't say anything. This made Tick Tock's sullen expression worsen.

"Is her leg gonna be okay, Twi?" Applejack asked. She'd met Thickhoof already and seen how miserable he felt and acted, and knew that even back home, a pony with a broken leg was as good as useless. It was a sad fact of life, and she didn't wish that fate upon anypony.

"It wouldn't be, if you hadn't gotten here as quickly as you did," said Twilight, "Restomancy - healing magic - is not an easy field to work in. Very delicate stuff; there's so much that can go wrong if just a *little* something is even *slightly* off. I'm glad I had Fluttershy to help with her bandage work. It was just a fracture, but if she tries to move it too much while it heals, it won't heal properly and she might break it next time she tries to walk. She'll be okay, though. She's a fighter, I'd say."

Flathoof made a mild frown, "If only a pony like you had been around when my brother had his accident..."

"Oh come now, expecting *that* kind of magic in *this* city is a little much. Don't look so downtrodden, pal," Lockwood smiled with assurance, "I know you've... lost a lot today, but if this little errand of ours is going to go well, we should try and start it in high spirits, hmm? N-not that I'm trying to rush your grieving," he quickly added, "I am sor-"

Flathoof held up a hoof to dissuade his friend from continuing, "Don't worry about it, I know what you mean. If I'm going to get through this, I should keep myself active, not lay about and mope and weep. So, I stand by my decision: I'm going to try to ensure these girls get home safe and sound. It's the least I could do." He nodded with assertion in Tick Tock's direction, "We've already established that you're the one with the know-how to do what needs to be done for them. So I assume, then, that our plan remains unchanged?"

"If by that you mean 'are we still going to the Gate to use those ruddy fake passes?' then yes, the plan is the same. Bloody well can't change it now, not that I can think of any reason why we'd need to. I don't think I'm in any condition to try and climb over the outer wall, at any rate."

Twilight perked up for a moment, "Say, that reminds me. I had a pressing question about this whole situation. More specifically, what exactly our role in our world entails."

Tick Tock rolled her eyes, "Great, *this* again. *Now* what are you going to argue about?"

"Why is it so imperative that we get home so quickly?"

Applejack's jaw dropped, "The *hay's* the matter wit' you, Twilight? Don't y'all wanna go home?"

Twilight defensively waved her hooves, "That's not what I meant. Of course I want to go home, Applejack. What I mean is, is that really the only solution?"

Tick Tock raised an eyebrow, "I don't follow."

"Well, couldn't Princess Celestia try and find new bearers of the Elements? That way, they'd be ready to combat Discord immediately, right? I mean, I don't feel right putting that kind of responsibility into someone else's hooves, but it sounds, well, *safer*. Considering the injuries you two have sustained, and the likelihood of danger outside the city walls, I just wonder if perhaps we should reconsider our options. I don't want anypony getting hurt, or worse, on our account."

Tick Tock moved to speak, then stopped a moment and hummed, "Hmm... that *is* an interesting theory. It certainly would ease things on our end a great deal..." She quickly shook it off, "But we'd have no way of contacting Whooves to inform him, and hoping he has that same theory himself is too risky. Considering how our last conversation ended, he likely would be considering other solutions, but I have no idea what he might think of; he's not an easy pony to predict, I know that from experience. A good idea, Twilight, but not something that's in the cards for us."

Twilight raised an eyebrow, "I thought you said Chronomancers can contact one another?"

Tick Tock suddenly looked very sullen and embarrassed, "I'm afraid that that is not possible. I... I made a grave error in my first encounter with

that *maniac*. I left my Time-keeper in my T.A.R.D.I.S. I'm such a bleedin' idiot..." She frowned and made a mocking tone with her voice, "What's rule number one Tick Tock? Always keep your Time-Keeper on your person, Tick Tock. Easiest bloody rule in the book and I broke it like I'm some sort of stupid *foal*."

"I assume that it's important?"

"A Time-Keeper," she explained, "Is everything a Chronomancer needs to do... well, anything and everything their job entails. It's how we open our T.A.R.D.I.S., how we control and destroy Void portals, and other things as well. I'd go into it, but... oh, what's the point, it's not like I'm gonna get to show it off. I left it on my desk when I entered the T.A.R.D.I.S., because I wasn't thinking. I was just eager to take a rest for a little bit after walking around the bleedin' city all day, and when that brute attacked I never got a chance to pick it up."

"Couldn't we go back for it?"

She shook her head, "You're making the assumption that he didn't lay a trap for me if I did come back for it, or that it's even still there. The T.A.R.D.I.S. door was left wide open. He could have easily gone back and nipped what he could. I wouldn't put it past him. Even *if* he's been taken care of, the chance of it even being there is slim to nil. I've already chanced myself against that bleedin' madpony twice, and I've come out on top by the skin of my teeth. I do not think I have the heart to try my luck a third time."

Twilight nodded, "Understandable... I suppose. If he left a bomb or something like he apparently has already done twice, we couldn't risk it." She sighed, "Well shoot, there goes my idea. I was hoping to avoid the risk of something happening and us getting delayed. We may as well follow through with your plan then, if that's the only viable option."

"Good. Glad to hear we finally agree on something," Tick Tock yawned, "Now if you don't mind, I need some shut-eye. I've had a trying day."

Twilight turned to the others, and gestured for them to follow her out of the den. In the hallway Twilight breathed a sigh of relief. "I'm thankful

she's okay. As much as her *attitude* is disagreeable, she seems to know more about the outside of the city than either of you." She looked at both Flathoof and Lockwood. "She sounds like she's our best chance at getting out of here."

Lockwood chuckled, "Well, I wouldn't say I don't know *anything* about outside the city walls, I just lack the personal experience; you'd be surprised what a little light reading can teach you," he smirked in Twilight's direction, "Uh... well, I suppose *you* wouldn't be surprised. Anyway, I assume the plan is settled? We head for the Gate tomorrow morning, and try and get as much distance between us and the city as we can before nightfall, yes?"

"Sounds reasonable enough," Flathoof nodded, "We can decide on the route we want to take when Tick Tock is awake again. She might have a better suggestion than just hoofing it across the Wasteland. There's gotta be a safer route, and if anypony knows it, it's her."

"Right," Twilight nodded, "Let's all get some rest then, hmm? We've got a big day ahead of us. Come along Applejack."

Applejack nodded and began to follow Twilight, "Nighty night, y'all."

"Goodnight, Applejack," Flathoof nodded, "And... thanks again."

"Don't mention it, sugar," Applejack smiled, "Just keep in mind what I said, y'hear?"

As the two ladies rounded the opposite corner, Lockwood gave Flathoof a playful jab. Flathoof grunted, "Hey, what was that for?"

"Oh, nothing *sugar*," Lockwood chuckled, "Glad to see you're not letting things get you *too* down. I don't want to be the only one with a positive outlook on things. Come on, we should get some rest too. I guess I'm bunking with you tonight: I'm letting Fluttershy and Rarity use the room your mother usually reserves for me. Poor girls looked like they needed a good, soft bed to rest on."

Flathoof caught a certain glimmer in Lockwood's eye and laughed, "Glad to see you're still the same ol' Lockwood."

“That’s right I...” He stopped and raised an eyebrow, “Wait, what the hay is that supposed to mean?”

“Nothing. Come on, let’s get some shut-eye.”

Flathoof made his way down the hall, leaving Lockwood behind a moment; he sighed and shook his head before following.

It came as some surprise to the Ponyville natives that the Gate District, despite being part of the Outer District, was quite distinct from the rest of that area on a pretty grand scale. It was even nicer than the Mid Districts, in the sense that it had more accommodations and the like, but it wasn’t ‘high class’ like the Inner District was. Everything here looked more high-tech and more *sinister*, for lack of a better word, and it made everypony who hadn’t been here before feel a mite uncomfortable. Simple concrete and granite was replaced by iron and steel. The dulled browns and grays and reds of the rest of the city were replaced by sleek blacks and silvers. The buildings didn’t appear to be so much as ‘homes’ as they were simple living establishments, likely for the workers and staff only, and there weren’t any shops or restaurants or leisure locations either.

The ponies here were nearly all moving in one direction, *towards* the city. As Lockwood put it, “Nopony ever really leaves Pandemonium for good. The passes are necessary to leave, sure, but you’ll also need them for when you inevitably want to come back *in*.” They were mostly well-dressed and well-to-do, which made sense if the pass prices were to be believed. The group wondered how many, if any, of these ponies were secretly using fake passes. One thing that made the Ponyville natives most curious was that everything here seemed so... well-kept. There was no sign of decay, dereliction, dirt, grime, litter, or anything of the sort. Everything was clean and neat to an almost sickening level.

“This place is so clean it makes *Rarity’s* place look like a dump,” Rainbow Dash scoffed.

“Well I wouldn’t go *that* far, dear,” Rarity snorted, “But I *am* glad to see that at least *one* place in this dreadful city has a certain degree of

consideration for its appearance. Even the *hospital* wasn't this clean, which I find *quite* disturbing if I do say so myself."

"Everything here is kept under constant maintenance," Flathoof explained, "After all, what good would it do to have a massive gate to let ponies in and out of the city, if one day everything broke down?"

"Well that makes sense," Twilight nodded, "But where are all the work crews that should be doing that kind of work? The only ponies I've seen so far look like mostly tourists and business ponies and those kinds of characters."

Flathoof shrugged, "No pony ever sees them work, really, which is odd considering there are ponies walking to and fro around here at all times of the day, mostly NPPD patrols making sure no vagrants are trying to sneak through. Not that they could anyway, but you can't really blame anypony for trying." Mostly to himself, he added, "Odd though, I haven't seen any NPPD patrols, now that I come to think of it..."

"Rumor is they all work underground," Lockwood said in a mock eerie tone, "And that they're all mutants that have been conscripted into service of the government in exchange for not setting them loose to be swarmed upon by the unsympathetic masses."

"Mutants?" Applejack blinked, "What in tarnation y'all mean?"

"Um, I guess the best way to describe them is... deformed ponies?" Lockwood said with hesitation, "It's kind of hard to imagine without seeing them."

"Oh my..." Fluttershy peeped, fearfully looking all around her for any little cervices or alleyways some horrible beast could pop out and maim her and her friends. She huddled in even closer to Rarity than she had been before.

"Deformities?" Rarity blanched, "Good heavens, how *dreadful*."

"It's like I said when you all first got here, if anypony thought you were from the Wasteland instead of Utopia, they'd think you had some kind of mutation. Albeit in your case, one that was a little more... subtle," Flathoof

nodded. He shuddered a little, "I've seen case files of some of the more... ah... *transformative* mutations and I tell you, they ain't pretty. Let's just leave it at that."

"Ooh, what kind of mutations we talkin' about?" Pinkie bubbled, "Like are we talking about *laser vision*? Because that's one of my favorite ones, I wish *I* could shoot laser beams out of *my* eyes. All 'pchew pchew!' and stuff. Aww... but then I'd have to wear a dumb visor so I didn't shoot all my friends by accident. I'd look a little silly."

"Um... that's not the kind of mutations we're talking about," Lockwood blinked, "Seriously, what?"

"Yeah, we're talking more like... ah... *real* deformities," Flathoof raised an eyebrow, "Like... um... extra bits. Or missing bits. Not something you'd probably really get excited for."

"Sounds... serious," Twilight gulped, "Um... y-you don't think something like that could happen to us out there, could it?"

"That's just a silly old piece of rubbish the government likes to spread about to dissuade ponies from leaving on foot, so they have to buy the ludicrously overpriced airship tickets," Tick Tock chuckled, "I suppose if something like that *could* happen, I must be the luckiest pony alive, because I'm immune to it. I spend plenty of time outside the city gates, and *I* don't have any bleedin' mutations."

Pinkie Pie hopped over and gave Tick Tock a mocking scrutinous gaze, "Are you suuuuure?"

"Quite sure," Tick Tock nodded. She warily stepped back as Pinkie moved in closer, her gaze trying to pierce a veil that wasn't there, "Stop looking at me like that."

"Just checking!" Pinkie giggled, "Wouldn't want to be traveling around with you and have you go all big and green - well you're already green - but um, I mean, wouldn't want you getting all mad at Twilight for asking one too many questions and then, you'd say something like 'grrrr, Twilight you're making me angry' and then you'd start getting bigger and bigger and you'd rip off your clothes and then be all 'Tick Tock SMASH!' and all that."

Tick Tock blinked in utter disbelief and looked at the others, "Seriously, where the bloody hell does she get all these ridiculous ideas? Laser vision? Shape-shifting?"

Twilight, and the others, all shrugged, "She confuses the rest of us just as much most of the time. I wouldn't question it too much, if I were you. That's just Pinkie being Pinkie."

"Pffh, I say this all the time, but you all *really* need to get out more," Pinkie rolled her eyes, "C'mon, Dashie, you've seen my comic book collection, *you* know what I'm talking about."

"I'll be honest, Pinkie, when I'm in your room the last thing on my mind is your weird hobbies," Rainbow chuckled.

Pinkie grumbled, "Yeah yeah, you're more interested in my *toys*. And I ain't talking about my action figs"

"*Pinkie Pie!* Geez!" Rainbow flustered.

"*Anyway,*" coughed Flathoof, "Time to focus, ladies. We're almost to the Check-in Station."

Sure enough, only a short distance ahead was the Gate itself. They had yet to see it; despite its size it was obscured by the other buildings, awnings, and tunnels they had to walk through en route. But now, getting to see it in full, Twilight decided that she was done trying to figure out the sense of scale this city had. Why in the world would one need a gate *this big* if the only things coming in and out of it were ponies? Furthermore, what sense was there in just building a big wall and gate to keep ponies out? Pegasi could fly, couldn't they? What was keeping *them* from just flying over?

The Gate towered over the rest of the city, only out-sized by the massive skyscraper in the center, Pandora. The Ponyville citizens had yet to see *that* building clearly, though they had at least caught a glimpse of the massive Beacon of magical energy it generated. The Gate though, that was right here in front of them, and there seemed to be no logical reason why it was so big. The rest of the walls of the city were smaller than the Gate by

almost a factor of two-to-one, and those were already tall enough to easily, from what Twilight could remember from her research, force an Ursa Major to do a little climbing. The Gate was easily large enough to keep two Ursa Majors, and maybe an Ursa Minor, standing on one another's shoulders from touching the top. But *why*?

"*Why* is it so big?" she asked.

"What, the Gate?" Lockwood blinked, "Oh that's because... um..."

Flathoof chimed in, "Well obviously it's to keep out... uh... hmm..."

Tick Tock rolled her eyes, "I like to think the Gate is just like Pandora, and whoever built the city is just compensating for something." Rainbow and Pinkie snorted; Rarity was clearly trying to suppress a laugh as well.

The group approached the Gate, which was split into two 'halves' at it were. The left side had ponies coming in, and the right had ponies going out, or rather would have ponies going out if there were any ponies going out at the time. At the moment, the exit side seemed rather devoid of crowds. The two sides were separated by a divider wall, and both sides were already open. This confused Twilight even more.

"Why is it open? Isn't the point of a gate to be closed, and only opened for-"

"Ponies getting in or out, yes, of course," Flathoof interrupted, "But you see, with so many ponies coming and going, it doesn't make sense to try and open and close that massive thing every time a pony knocks, y'know?"

"Ah." Twilight nodded. Then, she shook her head, "Wait, what? Well then what's the point in having the thing so big?! Urgh! This city doesn't make *any* sense."

"Hey, she's finally catching on," Tick Tock laughed, "It only took you, what, three days?"

"Ha ha, very funny," Twilight glared.

They approached the outgoing exit which, somewhat surprisingly, was completely empty. There wasn't much hint that a crowd had been nearby in hours at least.

"Shouldn't there be more ponies here?" Rainbow asked, "It seems a little, deserted."

"Well, it *is* the Winter Quarter. Very few ponies leave for the Utopian continent this time of year," Lockwood explained, "Utopia is supposedly a hot Summer Quarter destination, not really best for Winter, really."

"Still seems a little... odd." she said again.

"Oh, Dashie, lighten up a little," Pinkie grinned, "This isn't like you, being all Grumpy Gus all the time."

"Just trying to keep a look-out, is all," Rainbow shrugged, "Somepony has to."

The entrance was what amounted to a massive hallway several city blocks long. In fact it was a station loaded with all sorts of machines. Flathoof approached it first, specifically the machine with a large blue screen and a slot beneath it. He fished out his gate pass from the pocket of his shirt. "This is the card reader that's going to let us all through," he explained, "Just insert your card here." He did so. The blue screen made a few beeping noises, then turned green. A few of the other machines had whirred to life, but none of the ponies present could see them do much else of anything; except, of course, for the trio of unicorns that could see the effects of very subtle magic flowing around Flathoof. He continued, "And now I'm able to pass through the Gate's sensors."

Rarity did not recognize the spell quite exactly, but Twilight knew it as an Identifier spell. How it was able to identify Flathoof based only on the information on his passport was beyond her, since she never remembered giving out anything that could be used for such a task. Not to the NPPD, and definitely not to Keeneye. Curious, indeed. Certain aspects of the city fascinated her more and more, and if not for her haste to get home, she would love the chance to do more research on the way things worked.

Lockwood stepped forward, and brandished his own passport. With a bright smile, "And as an act of good faith, allow me to demonstrate that the passports you lovely young ladies are using will work just as well as ol' Flathoof's." He swiped his card as well, and the screen turned an approving green color all the same. He bowed to the others, "See? No problem at all. I am nothing if not dependable, if I do say so myself. The machines are easy enough to fool. You'd have to *really* scrutinize these to spot the fakes."

Twilight stepped forward next, "Well then, let's get to it, girls. Time to get out of this crazy city and start getting back home." She swiped her card as well. A few beeps, the screen approved, and Twilight smiled at her friends with a confident grin, "See, Rainbow? Everything's fine. No trouble. Pinkie's right, you really need-"

"Yeah yeah, I get it," Rainbow grumbled. She stepped in next and used hers. Green. "All of this just seems too convenient if you ask me," she muttered to herself. The other Ponyville natives stepped in and used their passes too, all of them approved and ready to move through the Gate. At last Tick Tock stepped in and readied her own passport. She looked at the screen rather nervously, glanced back to the card, then back to the screen again.

"Something the matter, Tick Tock?" Twilight asked, "You've done this dozens of times before, right? What's up?"

Tick Tock quickly shook her head, "Ah, I guess I'm just a little... cautious. I've dealt with a lot of *crap* these past two days, and I just get a strange feeling that everything I do is going to end in horrible disaster. I've had enough bloody problems."

"Don't fret over it, darling," Rarity said sweetly, "We're all here *together* now."

"Yeah, if anythin' or anypony tries to give y'all any trouble, they'll be in fer a load o' trouble back from *us*, y'hear?" Applejack added.

"Yeah! We'll give 'em the ol' what-for! Or even maybe what-*five*! That's like, the next level!" Pinkie bounced.

*“♪ Oh we’re all in this together
Nothing’s gonna keep us down!♪”*

“Oh come on, you guys got her *singing* again!” Rainbow groaned.

*“♪ Cause we’re all in this together
Gotta get on out of this smelly town!♪”*

“Seriously Pinkie, we don’t have time for this,” Twilight grumbled.

*“♪ Gonna cross the Land, the Sea, the Sky
It’ll be a blast with Pinkie Pie!♪”*

“That’s me!” Pinkie Pie chirped from suddenly within the group.

*“♪ ‘Cause we’re all in this together
And Friendship makes the world go rooound!♪”*

Tick Tock’s jaw dropped, “What in the bloody *hell* was that?”

“She likes to sing,” Twilight chuckled nervously, “Ah, don’t mind her, really. It’s just something you have to get used to.”

"What in Equestria have I signed up for?" Tick Tock sighed, "Let's just get this over with."

She took a deep breath. She swiped the card through the reader. She felt the tingles of magic wash over her. The machine beeped a few times. The few seconds it took seemed to take hours.

The machine flashed an approving green.

She breathed a sigh of relief, "*Finally*, things are looking up."

“See? Nothing to worry about,” Twilight smiled, “You just need to relax, and take it easy. If you get all stressed out, this journey might get the better of you.”

“Gee thanks,” Tick Tock rolled her eyes.

The group proceeded into the Gate's exit corridor. A long, almost foreboding hallway awaited them stretching off into the distance. There was no light at the end of the tunnel, nothing to mark the exit. Just long lines of darkness stretching off into the distance ahead of them obscuring even the familiar, if unwelcome, sight of the dreary orange smoggy sky above. They began to walk. The walls of the Gate interior did not leave much room for optimism or comfort. The sleek silvers outside were replaced by dark reds, and black had taken over as the dominant color. The walls were rigid, straight; there were no corners to hide, yet the tall sides prevented almost any light from getting in and cast a gloomy shadow across the entire expanse. Fluttershy huddled in close to Rarity.

"Um... Rarity? Do you think that... everything will be okay?"

Rarity gave a comforting smile, "Oh of *course*, sweetheart. If we all stick together, there's nothing to fear."

"I'm still just so... anxious. About this whole new world, I mean. I don't know where we are, or what we're doing, or where we're going, or how we're going to get there. There's so many unknowns. I'm just worried."

Rarity grinned, "Well, do you think *maybe* if you knew a little more about what's ahead, you'd feel a little better? Hmm?"

"I... suppose so."

"Well then, what say we go have a little talk, with somepony that knows *quite* a lot more than we do about this world? Doesn't that sound nice?"

Fluttershy tilted her head, "Oh? Um... I don't-"

"No need to be *bashful*, darling. Come on, let's go have a little chat with him."

"Oh... okay if you-" Fluttershy stopped a moment. "Wait... 'him'? W-we're not going to talk to Miss Tick Tock? I thought she was the a-authority on-"

Rarity gave a light laugh, "Heavens *no*, darling. As much as I'm sure she knows, that young lady has *much* too much on her mind at the moment, I think, and as you can see," she gestured in Tick Tock's direction, where she was busy talking, though rather arguing would be more accurate, with Twilight Sparkle, "She seems to already be having a little *discourse* with somepony else. Mister Lockwood should be *more* than adequate, if I *do* say so myself." She gave Fluttershy a tiny wink at that. This made the pegasus tilt her head in confusion.

She trotted ahead in the formation a bit, Fluttershy warily at her side, to catch up to Lockwood, "Hellooo, Mister Lockwood?" He quirked his head to the side in acknowledgement. "First of all, thank you so much for letting us use your room last night, your bed is simply *marvelous*, even in these less than ideal living conditions."

"Oh, that was no trouble at all, Miss Rarity," Lockwood smiled, "I understand you take a deal of pride in your appearance and poise, and it simply wouldn't do to let you use anything but the best." He quickly added, "And Miss Fluttershy as well, of course. Such a nice young lady, and you two are such close friends. I wouldn't want to separate you."

Rarity smiled as well, "Such a *gentlepony*. I was *wondering* if you would be willing to keep my dear friend Fluttershy and I a little bit of company, for the time being? The poor dear is so *delicate*, you understand, and could use the assurance of *somepony* with a little knowledge of the area," she hinted.

"Ah," Lockwood nodded, "Certainly, of course. I'm not one to turn down a request from a lady."

"Splendid! Come now, Fluttershy, you can ask Mister Lockwood *anything* you want, if it will make you feel better."

Fluttershy squeaked, and gave a light nod.

Rainbow Dash, in the meanwhile, gave a disapproving glare. "I don't like any of this," she said to Pinkie Pie privately, "Everypony's getting a bit too buddy-buddy with those three, especially *him*. It all smells a bit fishy, if you ask me."

Pinkie Pie sniffed the air a few times, "I don't smell any fish, Dashie." Rainbow gave an annoyed look. "Kidding! Just kidding, I'm not a dummy. I know you're worried."

"You do?" Rainbow raised an eyebrow.

"Uh *duhhh*, I mean it's only obvious. You're still super duper suspicious about our new friends. You don't trust them, and you don't want to. Especially Mister Lockwood, you *really* don't seem to like him."

Rainbow blinked, "Wow, that's... really observant of you."

Pinkie brandished a magnifying glass she'd pulled from nowhere, "Sherlock Pie doesn't miss anyth-" She tripped.

Rainbow stifled a laugh, "You okay there, Pinks?"

"Yup!" Pinkie bounced to her feet, "Just took a little trip." Rainbow gave her a cautious look; she waved her hoof dismissively, "Don't worry, it wasn't a 'Pinkie Sense' trip like last time. Just a 'Clumsy Pinkie' trip."

"Right," Rainbow smirked. She turned her serious face on again, "Just promise me one thing, Pinkie." Pinkie nodded enthusiastically. "No matter what happens, you stick by me, okay?"

"Pfh, as if that's a hard promise to keep," Pinkie giggled, "I'm practically glued to you as it is."

"I just want to hear it, Pinkie. Please? Something about all of this just really stinks, and until we get home I'm not ready to let up on my suspicions. So please, just give me a promise that at least *you'll* be the sane one with me." Rainbow chuckled, "You know I'm worried when I'm asking *you* to be the sensible one."

Pinkie nodded, "For you, Dashie, you get better than a Pinkie Pie Swear. You get a Pinkie Promise. I'll always stick by you, Dashie."

She leaned in and gave Dash a nuzzle. Rainbow turned pink, "Thanks Pinkie."

Suddenly, Pinkie stopped dead in her tracks, "Uh-oh."

Rainbow turned, "What's the matter?"

"I feel a combo coming on."

Rainbow called out to Twilight, "Hey Twi! We got a reading over here!"

Twilight hurriedly trotted over from where she'd been chatting with Tick Tock, "What's the problem?"

"Pinkie Sense time, Twi," Rainbow said quickly, "She said it was a combo."

Pinkie bounced, "Ooh, here it comes!"

"Eye-flutter. Knee-twitch. Ear-flop." Twilight observed, "Hmm... interesting."

Pinkie stopped moving and put a hoof to her chin, "Huh? That's weird. A new one?"

"Yeah, I don't think I've seen that combo before." Rainbow scratched her head, "What's that mean?"

"Well how would I know, Dashie, it's *new*. *Duhhh*," Pinkie sighed, "I'm not psychic, y'know? Ooh! See, now *that* would be a cool mutation to have, I bet."

"Urgh, nevermind." Rainbow sighed.

Twilight raised a hoof in realization, "Aha, I've got it! I knew it seemed familiar enough. It's the reverse of her 'watch for opening doors' combo."

Rainbow threw her hooves in the air in exasperation. "Well what the hay does *that* mean? Watch out for *closing* doors? In case you haven't noticed Twi, we're in the middle of a really long hallway with *no* doors or windows or anything at all."

Twilight thought for a moment, then looked up in a panic, "Oh. Oh dear." She yelled out to the others, "Everypony! We need to move! Now!"

She didn't leave time for questions, and began towards the exit. They were so close, they could begin to see light from the end. Rainbow hastily flew up alongside her, as Twilight had already started off at a gallop, "Whoa whoa *whoa*, what the hay, Twi? What's up?"

"Don't you get it?" Twilight flustered, "A *gate* is a kind of door! The Gate is going to-" Suddenly, a loud siren blared, and the Gateway was lit up with bright red and yellow lights. An announcement coolly made a declaration that all the ponies could hear, and would have been able to from anywhere in the entire corridor.

"Attention! Unauthorized citizens have been detected in Gateway Sector Eight. All citizens currently in Sector Nine are advised to stay clear, and those in Sector Ten are advised to vacate the area immediately. Sector Ten will be shutting down in sixty seconds. Repeat: All citizens in Sector Nine-"

"Oh horseapples." Applejack huffed as she broke into speed, "Come on, everypony! Y'all heard the lady! We gotta vacate!"

Tick Tock gave a fierce swear, "This is *exactly* what I bloody well knew would happen! Bugger this whole damn city!"

The group hustled their way ahead. Their hearts sank as they could see the edges of the Gateway walls begin to close far in the distance. The light was getting narrower and narrower, even as they were getting closer and closer.

"Oh not good," Flathoof panted, "We'll never make it!"

"Come on!" called Rainbow, "Move move move!"

As the group got closer and closer to the final section of the Gate, they could see more clearly that it was far too late, even if they could all move at Rainbow Dash's speed; she was furthest ahead and holding her speed slightly so she didn't get separated from the others. Even she had to

slam on her brakes to keep from eating steel and iron. Sector Ten was a few dozen yards long, and the Gate closed off the entire Sector.

The Gate closed with a loud crunch. They were trapped in Sector Nine, with nowhere to go but back the way they came.

"Well, shoot. *Now* what're we gonna do?" Rainbow stamped a hoof.

"This doesn't make sense," Lockwood said, "If we were unauthorized, it would've alerted the authorities when we tried to use the passes in the first place. This looks like a technical issue."

"I knew this was all too good to be true," Rainbow spat, glaring at Lockwood, "I bet those stupid passes are to blame for this."

"They aren't!" Lockwood sputtered, "I swear, I've used mine before, they work flawlessly. This isn't my fault."

"What would you suggest we do?" Flathoof asked.

Tick Tock sighed, "Perhaps we should turn back and ask a Gate Technician to-"

"Hang on now, wouldn't the Gate Technician want to see our passes?" Twilight asked, "They might find the passes are fake, if Lockwood is right about them being suspicious under serious scrutiny. I don't like the sound of that."

"Well what would *you* have us do?" Lockwood sighed, "Should we wait? The NPPD is *notoriously* slow in these matters. We might be here *hours*. It would take less time than that to just walk back, find a Tech, fix this, and walk back again."

"Um, I don't think we'll be waitin' that long," Applejack pointed, "Them ponies comin' this way don't look like they're wearin' the same uniform y'all do," she looked at Flathoof, "Same color maybe, but not the same."

He squinted and looked at the troupe of ponies that were approaching at a brisk pace. His eyes widened suddenly, "What in the hay? This ain't right."

Lockwood stepped forward, "Now what's the matter?"

Flathoof pointed, "You're right about the NPPD taking their sweet time, but the *military* is a different story."

Lockwood nearly jumped, "What? The *military*? That's not right at all, this isn't their jurisdiction."

"Yeah well, they sure as hay are making a beeline right for us," Flathoof frowned.

"I sure hope that quick mouth of yours has some fancy words to say," Rainbow glared, "It's sure seemed to work so far hasn't it?"

Lockwood shot a hurt look at Rainbow Dash, "Really now, this isn't my fault. Just a misunderstanding, I'm sure."

Rainbow grumbled to herself, "Misunderstanding, right."

Flathoof frowned, "I don't like the look of this."

The squad of soldiers approached swiftly, and now all the ponies could see them clearly. There were five of them. Four wore sleek black uniforms that covered them from head to toe, with shiny masks that hid their faces. They appeared thick and heavy, probably armored to protect them from whatever it was that they kept the city safe from. They all appeared to be earth ponies. The fifth, a pegasus, wore the same uniform but wore no shield over his face, and his head could clearly be seen. He was a pale purple-pink color with short salmon-pick hair kept in a neat flat-top. Clearly the leader of the squad, when they approached the other ponies it was he who took position at the forefront. He removed a small electronic device from his pocket and examined it quickly, then turned back to his men.

"These are the ponies we're looking for," he said to them, "Prepare to take them into custody."

"Hang on," Flathoof sputtered, taking a step forward, "Custody? We're under arrest?"

“Didn’t you hear the alert? Unauthorized ponies are here in the Gateway, and apart from me and my men, you’re the only ponies here. And my records show that each and every one of you is unauthorized.”

“See? Totally called it,” Rainbow spat at Lockwood, “This is all *your* fault.”

“I... I...” Lockwood balked.

“Hang on a tick, my pass is unauthorized?” Tick Tock flustered, “I just used it three weeks ago, I’ve been using it for years. Passes don’t *expire*.”

“I’m a Captain in the NPPD, my pass is perfectly valid too,” Flathoof stepped forward.

“Not according to my records,” he said with a cursory glance, “According to this, Miss Tick Tock, your passport expired two days ago,” and with a cocky smirk at Flathoof, “And *yours* expired last night. Very strange that the check-in station didn’t catch those. Hmm. Must be a *technical* problem.”

“That’s a crock of-”

“I’d watch your tone, *Mister* Flathoof,” the pegasus sneered, “It says in my records here that I’m also to take you into custody for the murder of one Officer Snapshot.”

Flathoof turned white, “Ex-excuse me?”

“Terrible shame, one corrupt cop killing another.”

“I...what?! How *dare* you!” Flathoof seethed, “I *saw* the pony responsible for it, and I tried to take him in! I informed the station of it while I was-”

“Fleeing from the scene, according to them,” the pegasus grinned, “There was no other pony in the area when the authorities arrived, critically injured or not. And now here you are, apparently trying to leave the city. Awfully suspicious circumstances, you see. Cop killing is a *very* serious

offense in this city, Mister Flathoof. Be glad that I've decided to take you in, rather than deliver your inevitable sentence right here and now." He turned back to the others, "As for the rest of you, I have my orders, and you're coming with me."

"Under whose authority?" Flathoof glared.

"And who exactly *are* you?" Tick Tock interjected.

He addressed her question first, "Commander Jetstream, New Pandemonium Armed Forces Special Ops Unit Omega. Whose authority is none of your concern," he turned back to Flathoof, "I'd be more worried about being under arrest, if I were you. We're not exactly as *delicate* as the NPPD is, you understand." He turned back to his men, "Enough chatter, take them in."

One of the soldiers stepped forward and made to grab at Flathoof, before being lifted rather unceremoniously off his feet by a purple glow. He dangled and flailed in the air a moment, as Twilight Sparkle, horn aglow, stepped forward.

She said simply, "No."

Jetstream laughed. He didn't seem too concerned with his trooper's helplessness. "No? My dear, if you're looking to force the issue, you-"

"I said *no*," she interrupted, speaking firmly, "My friends and I have gotten too far to stop now, and we're too close to getting out of this city once and for all to care about your rules and regulations anymore. We're not going anywhere, not as long as I have anything to say about it."

The commander's expression turned sour, "So be it." He didn't bother turning to his men this time, "Remember your orders: Take those six mares alive, the two stallions and the green mare are fair game. I have no orders concerning their well-being. If it makes it easier," he smirked, "Kill them."

The other three soldiers stepped forward, and Twilight stared them down. Flathoof stood firm, and was joined quickly by Applejack and Rainbow Dash who flanked him on either side.

“About time we get to playing by *my* kind of rules,” Rainbow smirked, “I was getting tired of all the fancy-talk answers to all our problems. Never knew you had it in you, Twi.”

“I just figured, ‘what would a brave pony like Rainbow Dash do?’,” Twilight chuckled, “It wouldn’t be the first time it got me out of trouble. You guys keep them busy, *I’m* going to open the Gate back up.”

“You got it, sugarcube,” Applejack grinned, “C’mon, Rainbow, let’s see what kinda fight y’all got in ya’.”

Twilight dropped the magic from her horn, letting the hapless soldier she’d been levitating drop, and moved quickly back to the massive Gate wall. The other three soldiers moved in fast on the three ponies barring their path. She sprinted to close the distance between herself and the closed sector. As she passed the others, she called, “Rarity! Tick Tock! With me! We’ve got a Gate to open!”

The two unicorns quickly joined the third, followed closely by Fluttershy and Lockwood, the former of which was almost desperately clinging to the latter. Pinkie Pie, meanwhile, was nowhere to be seen; Twilight was deeply concerned, and hoped it was just Pinkie Pie being Pinkie Pie, ready to pop out of nowhere when needed. Twilight surveyed the Gate with firm focus. It seemed bigger now that it truly barred their way physically, not just symbolically. She turned to Rarity, “Rarity, do you remember that spell you cast with Tick Tock the other day, to super-power her shield?”

She nodded, “Of *course*, darling. A surprisingly *simple* spell, after the fact.”

“Well, I need you two to use it on me, to reinforce my magic so I can try to pry this thing open.”

“Certainly, that-”

“Isn’t gonna work,” Tick Tick interrupted.

Twilight balked, “Excuse me?”

"It won't work, simple as that. You're in over your head."

Twilight smirked warily, "Um, hello? Element of Magic here? I know the Gate looks heavy Tick Tock, but-"

"*Weight* has nothing to do with it. You've shown you're bloody well more powerful than any other unicorn I know, and I'm certain you'd get it to budge if we all chipped in, but the problem is that the Gate is protected by an anti-magic field. If a particularly powerful spell could just tear the Gate open, it would be pretty ineffective as a protective measure, would it not?"

Rarity huffed, "How *cliché*."

"Isn't it always?" Twilight rolled her eyes, "No problem, I happen to know a few spells that should break through any enchantments on the Gate. I think a little Dispel magic will do the trick."

Tick Tock scoffed, "Your flawed logic is amusing. Use magic on an anti-magic field to remove the magic-resistance from the thing its protecting so that you can cast magic on it. Yup, sounds bloody brilliant, a real cracker that one."

Twilight glared, "What is with you? Why is *every* idea I have so stupid to you, huh? I don't see *you* coming up with any ideas. In fact, all of *this*," she gestured to everything around her, "Wasn't even *your* plan in the first place, it was Lockwood's! And getting us out of the world was Doctor Whooves' idea, not yours."

Tick Tock glared back, "Cute. You want an idea? Here's one. Take that 'oh I'm the Element of Magic and the Princess' prized pupil and I'm so special' crap and shove it right up your-"

"*Ahem!*" Rarity coughed loudly, "Ladies *please*, this is no time to bicker and argue. We need to get *out* of this mess, and quickly, so if I *may* suggest that you two put your differences *aside* for a moment? I'm certain the others, who are busy *risking* themselves back there, would *not* appreciate this wasting time."

Rarity's worry was, to be blunt, well warranted. The fighting was not at all going smoothly.

Applejack, in the midst of wrestling with one of the soldiers on the ground, found herself tackled from behind by its partner who she'd just bucked away a few moments ago. It seemed that every time she managed to get one of them out of the action for a few moments, he would be back again in less and less time.

"Do y'all *ever* run outta energy?" she panted as she stared down the two, "All that trainin' must be pretty darn good."

Rainbow Dash, in the meantime, was taking advantage of herself being able to fly. What little advantage it did provide, however, was only in being able to take a breather for a moment if she noticed the odds turning against her. She couldn't stay airborne and rest for long, because when she did, one of *her* designated opponents would simply target either Applejack, who was already outnumbered and dealing with two soldiers; or Flathoof, who was keeping Jetstream busy and preventing the pegasus from taking off after Twilight and the others. If they had more ponies to assist them, maybe things would be more in their favor. Lockwood was busy keeping Fluttershy calm. Rainbow was, for a brief moment, thankful that the yellow pegasus *did* trust him so much, enough to feel safe near him and not fall into a panic or worse, an immobile shock as she was want to do when frightened.

But Rainbow Dash had a more pressing question in mind. And as she swept down again to bowl over one of the soldiers that had turned its back to move on Flathoof, she shouted her question aloud.

"Where in the *hell* is Pinkie Pie?!"

"Hmph," Twilight frowned, "Perhaps there's a way to open the Gate *without* magic?"

"I *was* getting to that," Tick Tock huffed, "We would have to find the maintenance panel and try to hack it."

"Hack?" Twilight blinked, "Like with an axe?"

Tick Tock sighed, "I really wish I wasn't the only unicorn with extensive knowledge of techno-magic. Come on, just help me find the panel. It should be nearby."

"Is this it?" called Pinkie Pie from over near a blank wall.

Tick Tock did a double take. "Pinkie Pie? Where in the-" she shook her head, "Nevermind. No, Pinkie, that's not it."

"It isn't?" Pinkie tilted her head.

"No, that's just a blank wall."

"It is?" Pinkie's head tilted further, until it was nearly upside-down.

Tick Tock groaned, "I really don't have time for this."

"Are you *sure* this isn't it?" Pinkie asked with a certain exasperation, "Because when I touch it, it does *this*." She touched it. The wall gave a hiss, and slid lightly to reveal that it was a hidden panel covering an assortment of buttons and wires and levers. "See? I thought it was weird that the wall would slide out and show off all sorts of techie stuff and then you went and said something about a panel and hey! This looked like a panel to me!"

"*Huh?*" Tick Tock's eyes widened as she hustled over, "This is it! When did you... but where... how... what?"

"Guess that just leaves 'why' and 'who', doesn't it?" Pinkie giggled, "Like I said to Dashie, nothing gets past Sherlock Pie!" she boastfully bounced, "Speaking of which, I'd better get back to helping Dashie out, she's a little overwhelmed at the moment. Glad I could help you guys too! Toodles!"

The pink party pony was off in a blur back towards the scuffle behind them. She was quick to enter the fray in typical Pinkie Pie fashion: unexpectedly. As one of Applejack's opponents that she'd managed to knock to the ground a moment struggled to stand, Pinkie bounded over and offered him a hoof up. He took it. And he was rewarded with a powerful electric shock that stunned him back to the floor. Pinkie was a little

surprised at how quickly he went down. Rainbow Dash got shocks like those rather regularly, and was always able to keep on going immediately after. This pony collapsed like a sack of bricks. She simply scratched her head, shrugged, and bounded over to continue on with her business.

Tick Tock's face contorted in absolute befuddlement, "What in the bloody *hell* just happened?" She shook her head in confusion again, "Whatever, I think I'm going to just *stop* questioning how that ridiculous pony works." She leaned in to examine the various wires and switches, and gave a loud hum in thought, "This shouldn't be too difficult. Sparkle! Over here."

"Yes, O Knowledgeable One?" Twilight mocked as she trotted over, "How may I be of assistance?"

Tick Tock ignored the tone, "I'm detecting a number of magical energy conduits here, but I can't tell them apart from the electrical ones. I'm guessing there's a pretty potent Veil spell on them, but I think you can pierce it. You know a Tracer spell, do you not?"

"Anypony with half a brain knows-"

"A simple 'yes' or 'no' will do."

Twilight grit her teeth, "Yes, then, I know one."

"Good. Your magic is stronger than mine, so it should be able to identify which is which. Highlight them for me, so I can redirect the magic elsewhere and try to lower the anti-magic field."

Twilight nodded in understanding, "Ohhh, so *that's* why my Dispel wouldn't work. The barrier is being kept constantly refreshed by machinery? Fascinating stuff... I'd love a chance to study-"

"Twilight," Tick Tock rolled her eyes.

"Yes?"

"Tracer spell, please."

“Oh... eh heh... right,” Twilight blushed, “Sorry.”

Twilight’s horn glowed bright, and the glow wrapped itself around all of the wires in the little alcove. Several of the once black wires began to glow different colors; the ones without any magic at all remained black, while the ones with magic turned either red, blue, or green.

Rarity trotted over, “If you ladies are ready to act *civil*, and don’t need my assistance, it *might* be best if I returned to the others. They could likely use some help.”

“That’s fine Rarity, we’ve got it covered here,” Twilight nodded quickly, “Please, be careful?”

“*Darling* if there’s one thing I’m good at, it’s being careful,” Rarity haughtily smirked, “Try not to *strangle* one another before you’re finished, hmm?”

Rarity galloped back to where the scuffle was starting to take a better turn, but was still rather unevenly matched. The pony Pinkie had shocked was back up and running, although he seemed a little lopsided for some reason. He was busy running towards Applejack from behind, again, to get her off of pinning her other opponent. Rarity put a stop to that by latching onto one of his hooves with her magic and causing him to trip.

Rainbow Dash grappled with one of the soldiers when Pinkie Pie, from practically out of thin air, popped around from behind him and, like a hat, latched herself onto his head. He flailed about a little to get her off.

“I’ve got ‘im! Grrr!” Pinkie growled.

Rainbow smirked and delivered a swift buck to his midsection. Said pony’s midsection was knocked several meters away; said pony’s head remained tight in Pinkie’s grip, and she fell to the ground with it in her hooves.

She looked at it.

She looked at Rainbow.

Rainbow looked at it.

She looked at Pinkie.

“Aaaaaaaahhhh!” they both screamed.

“Dashie! What did you do?!”

“Me?! Y-you were the one holding his head!”

“I was? Oh! I was! Ahhh! I’m holding a head! Get it away, get it away!”

She chuckled it. It hit Rarity in the face, making her lose control of her magic and fling the pony she was holding onto into the wall. He smashed into it head-first, shattering his face shield. He fell the the floor in a heap, and didn’t look like he’d be getting up any time soon.

“Waaaaahaahaha!” She shuffled her hooves around in a panic, “By Celestia, Rainbow Dash! *What* did you *do*?! And look what you made *me* do!”

“I swear it was self defense!” Rainbow pleaded, “You all saw it!”

“If y’all have time ta chat, maybe y’all have time to *help*!” Applejack shouted, busy trying to buck one of the soldiers while avoiding bucks from another.

Rainbow Dash was quick to fly in and tackle the pony assailing Applejack.

Rarity blanched as she looked down, and then did a double take. “Hold on a moment.” She lifted it up with her magic, and examined it. “There’s no blood,” she shuddered. She looked inside, and saw a most curious sight. “Wires? How odd. They look like the same kind in that maintenance panel back there...”

“Wires?” Pinkie chirped as she popped up from behind Rarity, “That’s silly, ponies don’t have *wires* in their necks. That’s silly. You’re silly, Rarity.”

“No look,” Rarity gestured insistently, “See? Wires. That’s not *normal*, right?”

“Zombie! Zombie pony!” Pinkie yelped, pointing behind Rainbow.

Rainbow bucked her current opponent hard and then turned - the headless pony from before was slowly rising to its feet.

"Aw what the-" she managed to say before the headless pony rushed at her; Rainbow had to take to the air to avoid the tackle, and the headless pony crashed instead into its partner.

Pinkie balked, "Wait a second, zombies die if you remove their heads. That's like, Rule One in *every* zombie movie. That and zombies don't have wires. They have guts and blood and rotten flesh and-"

"Pinkie *please*," Rarity blanched, "I *suppose* it's some sort of *machine*, and it runs on techno-magic, like the gadgetry our Twilight and Tick Tock are fiddling around with back there." She huffed as she dropped her spell, letting the head fall to the ground, "They're not living, breathing ponies, *that* much is for certain. And they never *were* either."

Pinkie slapped her hooves together, "Aha! *That's* why my shock buzzer made that other pony," and she gestured to the one Rarity had flung against the wall earlier, who was apparently also starting to get up, "All short-circuit-y. See, now electrical manipulation, *that's* a pretty cool mutant power too. Well, I guess unless you wanted to swim, 'cause that's a bad idea."

Rainbow's grin turned wicked, "Oh man. *This* is gonna be *fun*."

"Fun? Darling, this is *combat* we're talking about here. I'm hesitant enough as it is to do any simple *roughhousing*, let alone full-fledged *fighting*. Try and take this a little *seriously*, Rainbow Dash."

"Oh, I'm takin' it serious all right," Rainbow nodded. She yelled over to Applejack, who was busy dealing with another of the apparently not-ponies on her own, "Yo AJ! These ponies ain't real ponies! They're like robots or something! You know what that means?!"

Applejack turned quickly to face her, then back to the mechanical opponent she was busy grappling, "I reckon it means I ain't need to worry 'bout hurtin' no pony just tryin' ta do their job!"

“Damn right!” Rainbow cheered, barreling forward, “Time for me to really dish out the damage. AJ! Heads up!”

Applejack ducked. Rainbow tackled the earth pony’s former opponent with a blazing speed. The machine was knocked off balance; Rainbow was able to use the leverage to sweep it upwards with her.

Lifted into the air. And released. The machine flew several dozen yards before crashing to the ground and snapping its legs clean off.

“Whoa nelly, y’all pegasi sure do fight dirty...” Applejack blanched, “Remind me never ta pick a real fight with any o’ y’all, yeah?”

Jetstream watched as one of his troopers was permanently disabled, and scowled at Flathoof. The red stallion merely grinned, “I don’t suppose *you’re* a robot too?” He headbutt the pegasus in the face in the moment of distraction. Jetstream flinched and blood splattered from his nostril. Flathoof laughed, “Guess not.”

Meanwhile, Tick Tock was warily fiddling with one of the highlighted blue wires in the panel. She twisted it and wired it together with one of the red ones, causing the stream to start turning a bright purple color that sparkled and hissed.

“Got it!” she cheered, “I think I got it!”

The Gate gave a resounding clang, and the walls near them started to make a low whirring noise, as if coming to life. A siren blared.

“Attention! Due to technical malfunctions in Sector Nine, the Sector Nine section of the Gate is now closing. All citizens in Sectors Eight and Ten are advised to stay clear of the area, and those in Sector Nine are advised to vacate the area immediately. Repeat-”

“Um... I don’t got it,” Tick Tock gulped, “Oh bugger.”

Twilight glared daggers, “Some idea *this* was.”

“I can fix this! Just keep that Tracer on, I can fix this!”

She hastily twisted another of the red wires and redirected its magical flow into the slot the blue flow was coming from. Connected a green one to a red one. Sliced a red one and attached the halves to connect into other slots. None of the colors were interacting much, and nothing seemed to be changing or happening at all.

“Dammit dammit dammit *dammit!*” she swore loudly, “This bloody piece of *junk!*” She slammed her hoof down hard on the panel, and it gave a very loud whirring noise. All the wires that had been mixed around started glowing and the colors intermingled until the entire rainbow was shining from the panel box.

“Warning! Warning! Attention maintenance personel. The anti-magic field on the Sector Ten Gate has suffered a catastrophic failure. Immediate attention required. Repeat-”

“Aha! Ha ha *ha!* That did it! C’mon Twilight, time to bust this thing open!” Tick Tock cheered.

“About time,” Twilight grinned, “Let’s get this show on the road. Rarity!” she called, “Gonna need a little help over here!”

Rarity turned, “*Com-ing.* Let me just put this down first.”

She dropped her magic and let another of the struggling mechanical ponies fall several feet into a heap, where it was quickly set upon by a very ferocious Pinkie Pie; the pink party pony gleefully jabbed her joy buzzer into the back of the machine’s head, and held it there until the thing started to smoke.

She trotted over to Twilight, and both herself and Tick Tock got into position. Twilight’s horn began to glow, and Tick Tock and Rarity each channeled their own magic into Twilight’s. Rarity audibly gasped, so surprised at the amount of power she could feel flowing from the conjoined spells; she’d felt the power that conjoining with Tick Tock could accomplish, but now adding Twilight to the mix, a pony with more magic flowing through her than she knew what to do with. Rarity was overwhelmed. Twilight fired a bolt directly at the Gate, which struck it in the center and began to envelop the entire thing in a bright lavender glow.

Jetstream finally got a clear view of what the unicorns were doing. "What in the..." he balked, "Stupid robots! Get the *unicorns*! Forget about the rest of-"

Flathoof shifted his weight, and Jetstream stumbled. "Didn't they teach you to avoid distractions in your combat training at all? You're batting oh-for-two right now," he mocked. Jetstream spat and struggled back to his feet.

The Gate gave a loud groan and slowly began to split open in the middle. Twilight's face contorted in strenuous concentration. Beads of sweat became as streams, and even her assistants were beginning to feel the weight of the obstacle before them strain their magic to its limit. The Gate creaked and groaned as it was forced open inch by inch. Twilight's horn began to shoot off sparks haphazardly. Tick Tock's and Rarity's began to do the same, and the three unicorns themselves now seemed to glow.

When a few feet of space was left between the two halves, Twilight turned to the others, "Rainbow Dash! Applejack! Everypony! Through the Gate, *now!*"

"Y'all heard Twilight, time to mosey on out!" Applejack called as she bucked one of the mechanical ponies away, "C'mon Rainbow, let's get a move on!"

"Right behind ya, AJ!" Rainbow called, tackling one of the soldiers that had gotten up and started making a beeline for Flathoof, "I'll cover your back, get going!"

Pinkie Pie followed closely behind Applejack, who corralled Lockwood and Fluttershy with her. The pair had been keeping safe further away from the fighting.

Applejack turned back a moment, "Flathoof! Let's go! C'mon!"

Flathoof shifted his weight again and pinned Jetstream to the floor, "Sorry *Commander*, but I've gotta get a move on." He slammed a hoof hard into Jetstream's muzzle, and ran off towards the Gate as well.

Twilight struggled to keep the Gate steady, and turned to Tick Tock, "Tick Tock, time for you and Rarity now. I'll keep the Gate open so you can get through."

"What are you, stupid?" Tick Tock panted, "We can barely keep this thing open as a *team*, what makes you-"

"Just *do it!* I'll hold it long enough for you all to get out, just *go!*"

"But I-"

"It's best *not* to argue when she gets confident like that," Rarity huffed as she dropped her spell, "Come along, Miss Tick Tock, we need to get going too."

Tick Tock nodded quickly, and followed close behind. The pair joined the others, except for Twilight and Rainbow Dash.

"Rainbow Dash! Go!" Twilight yelled.

"Just waitin' for the others!" Rainbow called back, "Had to keep you covered!"

The lightning-quick pegasus swept around in a loop and raced towards the Gate, which Twilight was beginning to lose her grip on; with a heavy pant, Twilight's magic finally started to give in and the Gate began to wail as metal screeched against metal. She scooped Twilight up and flapped her wings as hard as she could.

"Rainbow!" Twilight gasped as her magic faltered, "I c-can't keep the Gate open!"

"We're gonna beat it Twi, don't worry!"

The Gate started to close in on them as they entered it.

"No!" Jetstream called from several dozen yards behind them, struggling to his feet and into the air.

"Hurry, Rainbow!" Twilight pleaded.

"I've got this!"

"We're not gonna make it!"

"We'll make it!"

"It's closing!"

"We're gonna-"

The Gate slammed closed, flinging about shrapnel and debris as the large metal doors struck one another in a way they were never meant to.

Rainbow Dash crashed hard to the metal floor on the other side, Twilight tightly held in her hooves.

Jetstream slammed hard into the Gate with a crunch. He quickly worked to his feet again, and slammed a hoof on it, "Dammit! *Dammit!*"

Realizing that the Sector Nine section was beginning to close in on him too, he hustled over to the maintenance panel and popped open a smaller panel inside it, entering a code into the numerical pad there. Sector Nine's section stopped moving in and began to move back out.

But Sector Ten was heavily damaged. Even with an override, he was locked in. He began to shake almost immediately, "I... am in so much trouble."

Chapter Nine

Introductions

Silvertongue maintained a firm, rigid glare as he looked in the mirror.

At first, he was genuinely surprised, almost pleased. Doctor Blutsauger had done a fantastic job of repairing the damage to the skin and coat around his eye and across most of the left side of his face and muzzle. Silvertongue, in a rare moment of glee, had actually *praised* the good Doctor, and praises were not anything Silvertongue was known to throw around. There weren't any scars or bruises left at all, and barring one *minor* detail, it was almost as if the damage had never been done, but that was where the *rage* began to settle in. His face. His *perfect* face. It was no longer so. Now there was a blemish, one that could not be concealed or mended to remind him of his own mild recklessness. A flaw, tarnishing what was once flawless.

Where his eye had once been, now there nothing but darkness. The socket was not empty, but actually filled with a void of black ethereal *stuff*. Silvertongue could *feel* a powerful magical aura emanating from it, the pulse of a source of magic he was not intimately familiar with touching him and writhing through him. Only a tiny speck of gold prevented the black from being totally all-consuming, and what piqued Silvertongue's fascination the most was that that little speck seemed to function as though it were his own pupil, with the blackness as his eye. Where he looked, it moved, and he could see clearly from it as though it had always been his. More clearly than even his original eye had ever been able to see. Yet, what was most disturbing was that strange feeling of the magic within it. It was powerful, he was certain of that, and it was something altogether alien to him. He knew that Twilight Sparkle's clone, who was far below him in the tower now recovering, wielded the same kind of magical aura. The eye seemed to react to being in her presence. He knew it was potent, but he knew not what it was. It was enigmatic, to say the least. And the more he probed his own magicks around to try and study it, the more it seemed to react to him, and pulse its energy through him again. In time, he assured himself, he would learn to tap into it, control it.

A buzz from his intercom dashed those thoughts aside.

"Ah... right on schedule," he mused to himself. He pressed a button on the intercom, and a familiar mare's voice rang through on the other end.

"Milord, sir? Commander Jetstream is here to deliver his report on the Gate incident."

"Thank you, Shroud. Send him in."

The door to Silvertongue's office slid open, and a slightly worn but still alert Jetstream entered. He quickly bowed in respect to Silvertongue, who merely stared at him with a firm, hard seriousness.

Jetstream's nervousness was palpable when he spoke, "M-milord."

"Commander," he coldly replied, "I understand you are here to deliver the report on how the assignment you were tasked with went? If I may say so, Jetstream, you've seen better days." Jetstream gulped, knowing full well what was coming next. "Now, you know already that my sources of information are speedy and accurate, so I'm assuming you also know that I am already well aware of your... failure."

"Milord, I can expla-"

"You can make excuses you mean. Save them. I have no concern for *how* you failed, only that you did. I can put the pieces together pretty well myself with this." His horn glowed and brought over a small portfolio, which he opened and began to read from, "According to the Gate Taskforce report, the Gate suffered massive technical difficulties this morning. First, the security stations improperly authorized nine ponies using falsified passports, lucky then it would seem that *somepony* was able to learn about that, hmm?"

Jetstream nodded nervously. He knew fully well that said somepony was dead because of a failure like this.

"When the error was discovered," Silvertongue continued, "The Gate was immediately sealed and a special task unit was sent out to apprehend the ponies in question. The unit's assigned leader never arrived at the

scene, as he had been replaced by one Commander Jetstream. The Taskforce made a note here that it seemed very *suspicious* that a Special Ops officer was interested in a group of unauthorized ponies, none of whom were particularly remarkable according to *their* records.” He briefly shut the portfolio. “Really now Jetstream, have I not made myself clear about subtlety? This kind of sloppiness is quite bothersome.”

“I had little choice, milord, you made it clear that time was of the essence,” Jetstream said carefully, “The idiot was a real rules-jockey, claimed it was his unit fair and square. I had to be forceful, stuff him away somewhere until I got my job done. You know how the NPAF is. They think *they* own the city.”

“Quite,” Silvertongue frowned. He reopened the portfolio, “The unauthorized ponies were confronted by Commander Jetstream's unit, and subsequently engaged by them in turn. Some of the scuffle was caught by security cameras, but a technical issue caused them to malfunction as well. During the altercation, two of the ponies hacked into the Gate security system. Now, which two were they?”

“The... ah... green one and the purple one, both unicorns.”

Silvertongue's eyebrow twitched, “The blasted Chronomancer again. I really am beginning to tire of her. A pity Shadowstep did not... no matter. At any rate, these two ponies managed to disable the Gate's anti-magic field, and then rip the Gate open by force. Now that I find fascinating. How did they manage that? Each Gate section weighs several hundred tons.”

“It was all three unicorns, sir,” Jetstream added, “They combined their magic somehow. I... I didn't know unicorns could do that, or I would've focused my attention on them sooner.”

“It is a rather advanced spell, yes, but certainly not out of the limits of a unicorn with the drive and talent to learn, which I'm sad to say is a dismally precious few. That is rather interesting to learn, however. I shall keep it in mind for future reference. If *they* already know how to do it, then perhaps... ahem.” Silvertongue reopened the portfolio again, “After breaking apart the Gate, the nine ponies fled out into the Wastelands, and engaged and destroyed nearly two dozen A.M.P. Troopers sent after them

in the process, but avoided any lethality against non-mechanical troops that also engaged them. Now, does that all sound about accurate?"

"Y-yes milord, but-"

"I assigned you a very simple task, Jetstream. At least, I thought it was simple, but it is slowly becoming clear to me that anything involving those particular ponies is far from being simple. So here we are, you on your knees asking for a chance to excuse yourself from responsibility, because you have failed. Spectacularly failed, my boy."

"P-please, milord, give me a second chance. I-"

"Jetstream... ah, Jetstream, Jetstream, Jetstream. How long have you been directly in my employ? Twelve... no, thirteen years? In that time, you have never once failed me, never once disappointed me. Until today. Now, Shadowstep, you remember him don't you?" Jetstream nodded warily, "I gave him a second chance. He had only been in my employ for six years. He squandered it, to be sure, but he got one all the same. Do you know why? He earned it; despite his failure, he did still manage to come through on a great deal of things that made up for some slight complications. You, my boy, have not earned that privilege."

Silvertongue's horn glowed and Jetstream almost instantly grabbed at his own neck, where a strong force was crushing at him, lifting him into the air.

He choked, "P-please... m-milord, I-"

"Your failure, Jetstream, has forced me to accelerate my plans much more quickly than I desired. Your failure has caused damage which cannot be easily repaired. And you have absolutely nothing positive to show for it, no sort of bandage to place over this great gaping wound of incompetence you have caused. I do *not* tolerate such failures, Jetstream. I *erase* them. I should kill you right now." He released him. Jetstream gulped in air like a freshly caught fish. Silvertongue's mouth curled in a subtle, almost cocky smile. "But I won't. No, I have a better use for you..."

Jetstream was more perplexed than anything. Silvertongue had decided to give him an opportunity to redeem himself, to earn the second chance he desired, but that was not what really bothered him. No, it was the conditions of his second chance that were strange. A "weapons test", Silvertongue had called it. And that eccentric Doctor Blutsauger had been there to. Jetstream figured the fool had attempted another genetic experiment. He was always tinkering with that kind of thing, and Jetstream was always rather put off by it. He wasn't even sure what he was supposed to be doing, besides apparently being nothing more than a guinea pig for whatever fool experiment the Doctor had conducted. He'd been corralled in this little testing arena with over three dozen A.M.P. Troopers to command, and told his "opponents", for lack of a better term, would be set loose against him one at a time. One? Against some forty Troopers? Blutsauger, and likely Silvertongue as well, must've been awfully confident in his new toys. He'd even gone as far as boasting that, should Jetstream run out of Troopers to use, he'd be given more. Jetstream was not at all concerned. Blutsauger had always been a pompous ass and a supreme brown-noser. He'd put him in his place and earn his redemption. He wouldn't even need to use his full force here.

The thick iron gate on the opposite side of the arena creaked open. Jetstream was not expecting the first of the "weapons" to be a perfectly normal looking mare. She was slightly bigger than the average female pegasus, to be sure, but there didn't seem to be anything off-putting about her. Her coat was a very drab shade of blue-gray, her mane a strange mix of turquoise and fuchsia, worn in a wild and unkempt style like some sort of glam rocker. She was, to his surprise, nude, excepting a set of metal boot-like things she wore on each hoof. Her Cutie Mark, a storm cloud with a bright, thin streak of golden lightning through it. Jetstream was bothered by one thing in particular though. her eyes. They seemed familiar to him; he knew he'd seen somepony with those exact eyes before. Whoever she was, she wasn't moving. She really wasn't doing much of anything. Just staring, perfectly calm, not looking at all like she was prepared to fight or whatever it was she was purposed to do. Jetstream was confused. What was she waiting for?

He decided to make the first move instead. Putting his hoof to his temple, he clicked a few buttons on the command visor he'd been provided. It was another thing that piqued his interest, since command visors were typically only utilized in high-risk skirmishes to keep the CO out of harm's

way. Typically, the CO would need to remain in relative proximity to his troops, as orders were delivered orally. Did they really think this single mare, or any of the other "weapons" warranted that kind of threat? Three of the A.M.P. Troopers moved in on her at his command. Just a scouting maneuver, to gauge the combat level of his target. She remained still, even as the Troopers activated their static-charged hoof-guards; he'd been given permission to use one-hundred percent lethal force, so he figured he may as well take advantage of it. Each Trooper, charged with enough electricity to kill a pony four times over, leapt into action.

She flicked her wings. Without warning, the three mechanical ponies suddenly slowed to a crawl, as if struggling against their own weight. Impossible. That was the only word Jetstream could think of to describe what he was seeing. A pegasus pony, using what could only possibly be unicorn magic? Simply impossible. There wasn't even a glow around his troops, nor around whatever part of her body was channeling the magic. It didn't add up. What sort of magic was this? Pegasus magic, if that *was* what she was using, had no visual clues excepting the faster fliers, who left trails of magic behind them. This pony wasn't even *moving* and there seemed to be magic radiating from her. The forefront soldier took another slow step forward. Its leg snapped apart and it crumbled in a heap, breaking to pieces as it hit the floor. It was as if the thing's legs suddenly couldn't support its weight. The others followed suit and stumbled and shattered all the same.

Three Troopers down, and the target had hardly even put any visible effort into it. It was her overly calm demeanor that made Jetstream angry. She didn't look bored, *per se*. She looked determined, focused, like this was literally an actual "test" for her that she was looking to pass. Well, Jetstream thought, if it was his job to test her, a test is what she would get. Tapping his temple again, he issued orders for a full ten soldiers to assault her, four from the front, three from either flank. Predictably, she took to the air, almost purposefully slow. And predictably, she flew to a great height, far out of the reach of any earth pony. Jetstream gave a cocky smirk to no pony but himself, typical pegasus tactics, they were so predictable. Another tap to his temple, and his Troopers armed their shoulder-mounted flechette launchers. And fired. Not a single one reached the target; as they fired, the mare flicked her wings again, and the projectiles sharply curved back towards the ground and fell harmlessly, as if they hadn't been fired with enough force to even reach that high.

Then, she took the offensive. Flicking her wings once more, she tucked them in against her sides and dove fast at the center group. Jetstream's jaw dropped when she slammed her hooves into the ground. She hit with enough force to dent the metal floor, sending all three sets of soldiers flying back; the shockwave was enough to make him and some of the other soldiers stumble. Jetstream never claimed to be a physicist, but he was fairly sure what he'd just seen was physically impossible, even for the most accomplished of magicians. Sure, it wasn't hard to guess that she hadn't been injured by the fall due to those shoes she was wearing. They must've been magically enchanted, nothing special. But for her to hit with that much impact, she'd need to weigh a ridiculous amount compared to the average pony, the average pegasus especially. She made to take to the air again, when a voice cracked over the speaker system. It was Silvertongue's.

"That's enough for now, my dear. I've seen what I needed to see."

The mare nodded, then gave Jetstream a look that made him feel very small. She knew she'd made his soldiers look like toys, and treated them as such; he knew it too, and he inwardly began to panic. Would this affect his odds at being given a second chance? He swore right then and there, with some hard-to-find resolve, that the next opponent he faced would not do the same.

As the first mare started to leave the next pony, another pegasus mare, colored a bright candy apple red entered the arena. She was a more regular size than the former, built with more lean muscle than bulk. Jetstream amused himself by looking at her mane and tail. They resembled a skunk, a white streak against jet black. She kept it relatively short in front and back; he thought she looked rather butch, more so than that other mare from the morning. What was her name again? Rainbow Dash? A flame Cutie Mark adorned her flank, with a bat's wing attached. Jetstream again amused himself at her expense; her Mark looked more like a tattoo than anything. She too wore metallic horseshoes, but only on her forelegs, and they looked much less elaborate. And yet despite all her un-mare-like qualities, her eyes again seemed so familiar, and so feminine and kind, very much unlike how the rest of her appeared to be.

The former mare began to pass her by, but stopped for a moment. "Best of luck to you, I suppose."

The red mare didn't look at her as she snapped, "Get away from me. I don't need your loser-ness rubbing off and ruining my run." Unfazed, the former gave a light shrug and went on her way.

Jetstream shifted in place for a moment, more cautious than before. He was down seven troopers, with six more in less than ideal condition, and he'd only faced one pony. He shook the thought away. No, there was nothing to worry about. He'd gotten cocky, made a blunder in his tactics. He'd handle this one just fine.

She made the first move. Taking to the air, she raced right into the heart of the formation. Very loud. Very aggressive. Jetstream remained calm. This was the typical combat tactic for most non-unicorn ponies, nothing special. The A.M.P. units were built to take this kind of punishment. They had no trouble fighting blow for blow with her. Jetstream smirked with confidence; this mare clearly didn't have the same kind of strange powers the other had. Why Blutsauger would empower one mare but not another was perplexing, but it would be his own folly. The red mare seemed to realize she'd made a mistake in charging in, and pulled out, looping high into the air. Jetstream smiled again; typical pegasus tactics. He'd make up for his previous failure. His Troopers took aim with their flechette launchers.

Then, she swept low to the ground and snapped her metal-clad hooves against the steel floor. There was a spark. And, to Jetstream's surprise, there followed a flame. The red mare kept the flame in-hoof, then fired it forward like a bullet towards one of the Troopers. The little fireball exploded spectacularly, sending chunks of shrapnel flying every which way. Jetstream, in shock, stumbled back a little and fell on his backside. Things were not looking good at all; another fireball blew apart another soldier, and the mare flew through the explosion undeterred, seemingly relishing the feeling of the inferno around her, cackling all the way. Jetstream quickly shook himself straight, and his troops locked on to their target. They fired. The mare was an agile flier, and nimbly avoided nearly all of the salvo. A few shots came too close, and she did not look at all happy about it.

She struck up another pair of flames, and smashed them together to create a great billowing sphere of fire. She lobbed it into the center of the largest cluster of troops she could find.

It took Jetstream a few seconds to regain his hearing. A towering plume of smoldering fire and smoke was all that remained of what was, according to his readout, thirteen Troopers. The mare stood with her back to the blaze, looking quite pleased with herself.

The speakers cracked on, "A good show, very impressive. That'll be all, my dear."

"Hell yeah it was impressive, pops! Booyah! Yo punk!" she addressed Jetstream, "I just took your flank to school! What are you gonna do about it?!" Jetstream sneered, but stayed quiet. "Yeah that's what I thought. Smell you later, loser. If you're still alive, that is, heh heh." The mare strut her way out of the arena, past the next mare that was entering. Were they all going to be mares? Jetstream was a little perturbed by that thought; here he was, one of the most decorated soldiers in the NPAF, getting completely and embarrassingly shown up by a gaggle of mares. If any of his comrades in the soldiery found out, he'd be laughed right back to boot camp.

The next mare was, at last, not a pegasus. Instead, this one was a unicorn, charcoal black and just as filthy. Jetstream never considered himself an expert on beauty any more than he was on physics, but he had an eye for mares, that much was certain. Her coat looked dirty, her mane and tail were messy, and she looked like she'd tried to do her own dye job and accidentally used yellow *paint* instead of blond dye. A true "fashion disaster" as the mares in the streets of the Inner Districts would say. A trio of coals was her Cutie Mark. At least, he noticed, she seemed to keep her eyelashes in good condition.

"Break a leg," the red one smirked, in an obviously fake sing-song tone. The unicorn made to reply, but the pegasus interrupted, "No really, break a leg, that'd be hilarious."

The unicorn huffed, "Well that's, like, *totally* uncool. I'm so gonna get you back for that."

The pegasus laughed, "Heh heh, right, whatever los-"

The unicorn reached out a hoof and jabbed it into the red mare's midsection. She yelped in what sounded like severe pain, and jumped away as if she'd been touched by something wholly unpleasant. The unicorn was left in a brief red glow, but it slowly dissipated.

"Don't you ever touch me!" the red one snarled, "You touch me again, you're a dead mare, you got that? Hey! I'm bucking talking to you, *punk!*"

"Yeah, yeah, what-ever," the unicorn said distractedly.

The pegasus sneered and made to say something, but decided against it and stormed off in a huff. The unicorn lazily stepped forward and waited for Jetstream's Trooper supply to be reinforced. He's already lost more than half his initial platoon, and he'd only faced *two* ponies. Jetstream took stock of his own resolve yet again, as he was beginning to worry about his ability to handle all this. What exactly had he been thrown into? And what were these "weapons" being used for? Shaking his doubts away, he tapped his temple again and elected to surround the unicorn, using twenty of his Troopers to do so. His tactics would be sound, vicious, and completely infallible. He regretted now treating his former two opponents with fairness and dignity when they were clearly built for a greater challenge. She wouldn't be able to fly away like the two pegasi did, and she was hideously outnumbered. She didn't look at all worried, and got herself ready quickly, bracing her hooves and taking up position near the still-smoldering blaze the former mare had left.

"Let's see, uh, how did she do this again?" she asked herself. Pointing a hoof at one of the lingering nearby flames, Jetstream was astonished to see her begin to manipulate the fire; a large swath of flames snaked its way through the air, and crashed down on one of his Troopers. Her horn glowed, and the fire burst outwards to engulf two more nearby soldiers. Jetstream panicked and ordered his troops to attack. "Hey! I'm, like, busy here!" she complained, seemingly more bothered that her focus had been interrupted than her life being threatened. She used her magic to shield herself from them, backing away from the circle, and cut off from her source of fire. Jetstream was catching on quickly, and figured if Blutsauger was dumb enough to give two consecutive "weapons" the same capabilities, he'd capitalize on the mistake.

“Whatever, I was, like, getting so bored. Fire is stupid anyway.” Her body glowed red for a brief moment again, then her horn followed suit, grabbing one of the Troopers and bringing it over to herself. “Y’know, I *totally* bet one of these fancy techno-magic things is *much* better.” She jabbed a hoof into its face, and it shuddered and sparked as if it had been struck by an electric shock. Dropping it to the floor, the unicorn’s body glowed a dull yellow for a second. She smirked, and delivered a defensive blow to another Trooper that leapt at her. Like the other one, it seemed to have been struck by a fierce electric shock, this one more powerful. So much more in fact that its body shattered apart at the touch. Jetstream swore silently, confused at how the mare had suddenly gone from pyrotechnics to manipulating electricity.

He lost three more soldiers before Silvertongue’s voice cracked over the speakers again, “Very well done, a fine display my dear. That will be all.”

She flicked her messy mane a little, and shrugged, “Eh, I was bored with this too. I, like, so need to find somepony with something totally better than this *junk*.” She began to walk out of the arena, and past the next mare that was entering. Jetstream’s jaw dropped, and he was beset upon by a great deal of confusion. He *knew* he’d seen her escape with the others. It didn’t add up at all. How had Silvertongue managed to capture one of those ponies from this morning? It wasn’t mentioned in the report. And yet here he was, looking right at a very familiar pink earth pony. He was certain it was her. Her coat and mane were a little duller in hue, and she wore her mane and tail straight, but that was *definitely* her. No, it couldn’t be, Jetstream thought. Her Cutie Mark was different. The one from this morning had a trio of little party balloons, this one had what looked like a cupcake. Very strange.

“So, like, I guess I should wish you best luck too?” the unicorn babbled as she walked by, “Hoofshake on it?” The pink earth pony kept a very forward gaze, and *ignored her*. The unicorn shrugged, “*What-ever*, if you’re gonna, y’know, be *rude* about it, you can, like, bite me.”

“Is that an invitation?” the pink pony drooled.

“Like, ewww, *no!*” the unicorn replied.

The unicorn left, and the earth pony remained. Jetstream decided this time to completely throw any sense of fairness out the window. Silvertongue had instructed him to treat this entire thing as a training exercise, but now he was certain he wasn't being treated fairly; he'd expected ponies that were perhaps super-strong or lightning-quick, something he could deal with, not ponies that could shoot fireballs and the like. He regretted being cocky from the beginning, but no matter; he'd even the odds and bring more force into the field. Since several of his Troopers still had their flechette launchers armed, he ordered them to fire on her immediately. He fought hard to keep a straight face, to avoid cheering in triumph as she was unable to avoid the entire salvo. The last few rounds grazed her, and she tripped and fell in a slightly bloody heap. She struggled to rise to her hooves, and he smirked as he sent in a few Troopers to deliver her the final blow up-close and personal.

And, to his surprise and horror, she not only managed to stand up, but managed to fight back. Not only was she still alive, how that was possible escaped him since he was certain an average pony wouldn't have gotten up, but it was how she fought back that truly frightened him. She was bleeding rather profusely, and in a sight that he was *sure* was medically impossible, her blood was moving entirely on its own, and with purely hostile intentions. A thick stream from the wound on her midsection lashed out and grabbed the face of one of his Troopers, and with what he knew had to be a great deal of force it simply squeezed and squeezed until its head popped and crumbled in its grip. It lashed out again, taking on a thinner, more blade-like shape, and slashed through the midsection of another soldier until it was cleanly sliced in half. The third attempted to pounce on her, but the blood twisted up to meet it; it formed the shape of a spike, and the Trooper helplessly impaled itself through the neck. She tossed it haphazardly aside.

She took a few steps forward towards the rest of the troops, and to his surprise the pool of blood she had left began to converge on her. It snaked its way back into the wounds it had originally bled from, and said wounds repaired themselves quickly and seamlessly. Only a few wounds stayed untouched, and from these more blood seemed to pour, flailing about her like tendrils of some horrid beast he'd only seen in nightmares. Her murderous smile wasn't helping to ease his woes, either. She continued to walk rather menacingly towards Jetstream. In a panic, he worried that she was coming after *him* rather than his expendable troops.

He wasn't sure how he knew it, but he was certain it was the hungry look in her eyes. He'd met Shadowstep before, and knew that look all too well. She was out for blood, and her robotic opponents didn't quite meet that criteria. He stepped backwards instinctively, but she seemed to be moving closer.

"You smell nice," her voice came from behind him, "I wonder what you taste like..."

"Ahhh!" He leapt into the air a little and turned around. But she wasn't there.

"You seem nervous..." He turned back to the rest of the field. She was back where she'd been before. "Maybe you should... take a rest?"

One of her tendrils lashed out and came towards his face. He flinched away in fear.

"That will be all, my dear," Silvertongue's voice called over the speakers. Jetstream gulped; the tendril was mere inches away, and she took a few more steps towards him. Silvertongue's voice crackled again, "I said, that will be all. You can stop frightening the whelp."

The look of bloodlust vanished in an instant, and she once again appeared calm and collected as before. She calmly walked her way towards the exit, where the fifth mare was already waiting. Said mare had the most serious, determined look he'd seen yet. She was a very dark, almost plum-like shade of violet. A unicorn too, as told by the horn poking out of her bouncy curly mane. Most of said mane was a bubblegum-pink, with lilac highlights. Her Cutie Mark seemed oddly familiar, almost matching the emblem on the Pandemonium flag; her sword was silver, and the other shape was a crescent, not a disk, but golden all the same. Now, her eyes Jetstream knew he had seen before. He saw that exact same spark of determination, that confidence, that focus, in the eyes of that accursed unicorn that had started off his morning on such a sour note. Twilight Sparkle.

The pink mare did not verbally greet the newcomer, merely gave a respectful nod. It was given a half-hearted return. The unicorn stepped forward, and Jetstream grit his teeth. One more chance. He knew he would

only have this one more chance. He was going to throw everything he had into this, no holding back, no fair play. His troops moved under his command, surrounding her and arming themselves. She would not beat him, he thought, she *could* not beat him. He could see the cocky smirk on her face from here. "Is this *really* all you've got, little feather-brain? If you insist on playing foals' games, I'll just have to treat you as such." He sneered at the salt being rubbed into his wounded pride. "Oh dear, did that make you upset? Your ego should be the last thing on your mind, or am I wrong? Come on then, if you've got something to prove, show me what you've got!"

Jetstream grit his teeth harder and ordered the attack. A full half of his troops fired flechette rounds. The others charged in for full melee combat. There were too many, he knew it. Only two of his Troopers remained at his side, just in case he needed a last wave... or a final line of defense. No, he shook those thoughts away. His force would end this miserable streak of losses, put him back in Silvertongue's favor. There would *be* no 'what if?', it was going to work. No pony, not even the strongest unicorns he knew, could stand up to this sort of assault.

His mouth drooped slowly from a confident albeit aggravated grin, into a frown that expressed so much disbelief and disappointment that he could physically taste the sorrow and dismay in the air. Her horn glowed bright as a star, and in a sight he was sure he was imagining - more so than the unbelievable powers of the other four ponies he'd seen - she was managing to make his entire platoon look like playthings. As his front line soldiers approached, they were suddenly lifted into the air. A few of them flailed around helplessly, while others attempted to lock-on with their own flechette launchers. The rounds that had been fired by the rear line all dangled in the air several feet away from their target. She twirled her collection of machines and bullets around, dancing them through the air. She fired the salvo of rounds herself, ripping apart mechanical ponies like tissue paper. The second-line reloaded and fired again; she used the remaining troops she still held as shields, sweeping them through the line of fire with astounding speed.

A full half of his platoon. Gone. Torn to shreds and lying in assorted piles of scrap metal and wires upon the floor surrounding her. With another spark of her horn, she blew them away from her in a show of force. He ordered his troops to fire a third round. He knew the gesture was futile, but

what else could he do? She didn't bother showing off her levitation and velocity magic this time, firing up a shield instead and causing hundreds of needle-sharp bullets to ricochet around the room. Some of the Troopers were struck and mangled - Jetstream had to duck to avoid a few himself - and to those that were not destroyed by that display she elected for other solutions.

One she lifted into the air with magic and then crushed, dropping its broken body to the floor like a broken doll. Another she flung so high into the air that it smashed against the ceiling several dozen yards above. Two more she smashed into one another, their static-charged hoof-guards shocking each other into pieces. To the last of his front line, she seemed to cast a teleportation spell, and it vanished into thin air. He never saw that one again.

And all of this was done at once. He knew simultaneous spell-casting was possible, but limited, difficult, and exhausting. She had just torn through most of his forces, technically all of his forces, since he could consider his two remaining troops to be of no worth now, in mere seconds, using some very complicated magic and not looking at all the worse for wear from it. She looked uninterested if anything.

"So *dull*," she groaned, "I thought you were going to give me some modicum of challenge, but here I see you've done nothing but provide me with a minor distraction. Come now, little feather-brain, don't you have anything more to test my might?" Her arrogance was infuriating. He tapped his visor again, and signaled for the addition of reinforcements. She laughed as he saw the heavy iron gateway from which his troops would pour begin to open, "Ha! I certainly hope you've summoned more than a few piddling machines to your aid, but I do know that is unlikely. A shame. I shall just have to annihilate them all the same as I did your others."

A stream of soldiers came from the gate, and her horn began to glow. As soon as the last one was almost out, she slammed the door closed on top of it, costing him one Trooper already. Ripping the door off its rails, she used it as a weapon against the others troops, smashing them and batting them aside as they were nothing more than playthings. His jaw remained dropped; that door weighed several tons, built to keep extremely strong, ferocious beasts locked in before they were let loose in this old arena. It was designed to hold a Gargantuan patriarch, a creature stronger than

twenty ponies and just as big. A single unicorn could never hope to lift such a thing.

She swept it around as if it weighed nothing at all. Mechanical parts scattered and flew about as the massive object smashed, battered, crushed, slammed, and pummeled the Troopers. Jetstream frantically tried to keep his units spread out, and while a few had the opportunity to fire bursts at her, she merely teleported herself out of harm's way. Jetstream slammed a hoof to the floor in frustration.

As the last of his new set of reinforcements was squashed beneath her new weapon, she merely laughed and flung said weapon aside like a piece of old wood; it embedded itself in the steel wall of the arena, creating a dent that took up a good half of the some fifty-by-fifty foot structure. He winced in pain as with a glance, her horn glowed and his visor shattered. He was down to two soldiers now, though he really knew he was reliably down to one - one of these two was having some malfunction, and wasn't showing properly on the visor readout anyway.

She chuckled lightly as he pointed a shaking hoof at her, and he gave them the command, "G-go! Take her down!"

"Aww, you poor, pitiful, predictable, pathetic peon. You still think you have a chance against me? That you *ever* had a chance? You are beneath me. You are dirt, no, *lower* than dirt. You, and your miserable little machines, are but specks of insignificance compared to the wonder and might that I wield."

She turned to one of the Troopers, and her horn sparked up again. It was lifted to the air, and he watched in shock as she started to physically take the thing apart like one would do a toaster oven that wasn't working properly. Every single gear, screw, nut, bolt, component, band, motor, battery, wire, camera, chip, card, and cable was jettisoned outwards and spread out in the air before him so that he could see every single piece of machinery that went into making one of these A.M.P. units.

"Such a mundane little thing, isn't it?" she said thoughtfully, "So much heart and soul and effort go into this one little piece of machinery." She referred to the small component that she'd removed from its head. No bigger than an orange, it was the "brain" of the machine. She snapped it in

half, "And yet it is so fragile. Like you," she added with a smirk, "Weak and helpless against the powers of a superior pony. My test against you was over before it began." Jetstream sneered. She laughed again, "I suppose I should end all this charade, and finish off the test then. You're all alone, now."

"You're f-forgetting my last Trooper," Jetstream gulped, "I haven't heard milord call you off yet."

"Oh, silly me, I *forgot*," she mocked, "I suppose he's waiting for your *other* opponent to finish *her* test as well. Go on, sis, get it over with."

"What the hay are you-" he started. He was interrupted when he got bucked hard in the face by his lone remaining Trooper. He fell to the ground, and looked up in surprise and rage. How dare he be given a malfunctioning Trooper, and one with shorted targeting chip as well! To his surprise, the soldier's mechanical features began to dissolve away, and slowly what was once a machine turned into the form of a living, breathing pony. A blue earth pony mare with a bright red mane that she kept tied back in a neat little white bandanna. Her coat was shiny and her mane and tail were kept extremely neat and tidy, and she had three little oranges for a Cutie Mark.

"Have you had enough fun pulling the feather-brain's chain, hmm?" the unicorn asked. She was not quite as condescending towards her as she subtly seemed to be with the pink pony, and nowhere near as insulting as she was towards Jetstream. There was *almost* a tone of mutual respect there.

"Mais oui, I 'ave 'ad a wonderful time sitting and waiting for all of you to finish," she spoke with a mockingly hurt tone, "You know as well as I do zat zee Doctor wanted us to go alphabetically. I only wish I 'ad zee same talents all of *you* 'av, so I 'ad to do what I do best."

"Hide in a corner?" the unicorn joked.

"*Undercover* work," the earth pony huffed, "You cannot expect me to go vis-a-vis with zeese garish things."

"If you two ladies are quite done," Silvertongue's voice cracked over the speakers, "I do believe our testing process is complete. I'll be down shortly to meet with you and the others, and to deliver your results."

"Excellent," the unicorn smirked, "I don't expect anything less than the highest score. Don't feel too bad that I beat you now."

"If your score trumping mine worried me, I should say I would be scared of most everything," the earth pony replied.

Jetstream grumbled as he moved to the side. They seemed to be completely ignoring his presence. Perhaps that was for the best, he thought. Then they couldn't ridicule-

"Hey *loser*," called the familiar voice of the red pegasus, "You just got your flank so *royally* handed to you! Ha ha! I'm gonna be surprised if Pops doesn't just rip your wings off and push you off the top floor."

"So much for being ignored," Jetstream sighed to himself.

"I, like, *totally* deserve the best score, boss," the black unicorn gushed as she stepped into the arena as well. She'd been addressing the purple unicorn. "I mean, yeah, your little display was, like, impressive and all, but I am so much more deserving."

"Mais oui, such a tremendous display *yours* was ma copine," the blue earth pony said with completely sincere insincerity.

The unicorn gave a happy squeal, leapt over to the blue pony, and gave her a crushing hug, "Aha! *There* you are! I was, like, so *totally* worried when I didn't see you in the prep room. I'm never letting you out of my sight again, precious."

"C'est bon," the earth pony fake smiled as the unicorn stroked her mane lovingly, "I'm so 'appy I could puke. Merde alors."

"Ooh, I *love* it when you talk all fancy," the black unicorn sighed. The red pegasus made a mocking puke gesture behind her back.

The blue-gray pegasus slowly walked into the arena as well, and elected to stay quiet and not join her comrades. Nobody seemed to notice or really care. The pink earth pony on the other hand strut right over to the group. Other than the purple unicorn, the others seemed to take a very subtle, very small step away from her. Enough that she wouldn't notice, they hoped.

A large clang from the opposite side of the arena alerted all the ponies present. The six mares all seemed to perk up as the door opened and Silvertongue passed through, making a brisk pace to the center of the arena floor, Doctor Blutsauger close behind him with a datapad hovering nearby. The mares quickly lined up as Silvertongue approached, though a few of them seemed to be fighting for positions.

"Ladies, calm yourselves," he said sternly. They all obeyed pretty much instantly, which seemed to please him. "A very good display, all of you. I am glad to see the accident has not diminished any of your powers. Now then, I suppose you are all excited to learn how well you did, hmm?" They all nodded enthusiastically, save the purple unicorn who bore a cocksure grin. Silvertongue walked over to the first pony in line, the blue earth pony, who looked positively pleased. "First, Curacao. You scored a ninety-six. I would have scored you higher, but you passed on many opportunities to strike against your target earlier on in the test. Still, a fine showing of your capabilities."

"Merci, papa" she smiled.

Silvertongue stepped next over to the blue-gray pegasus. She stood at rigid attention. "Grayscale Force. A ninety-nine. Fine display, my dear. A shame I did not see how well you could manipulate gravity in the other direction. Increasing weight, my dear, is merely *one* way to do it. Keep that in mind."

She nodded low, "I deserve as much, I guess. My thanks, father."

Next to the red pegasus. Jetstream was put off by her almost ecstatic smile. "To you, Havocwing... eighty-four points," Silvertongue said firmly. Her smile drained away rather quickly, "You elected to utilize low-brow fighting tactics against targets specifically designed to combat such tactics, accomplishing nothing in your first few moments of the test. While your

remaining test time was quite miraculous compared to some of your sisters... you need to learn to think. Analyze your foe before rushing in hooves-first."

"Yeah, pops... I get it..." she said, disappointed. The black unicorn snickered lightly, and she shot her a very fierce glare.

Silvertongue came next to aforementioned black unicorn, "Insidip, ninety-five points. While you-"

"But *daddy*," she whined, "I want a higher score, *pleeease*?"

Silvertongue blinked, and smirked. "Ninety-six points then." Havocwing sneered in Insidip's direction. "Your display of using the capabilities of other ponies, specifically your sister's, was impressive. I was unaware you could drain the power from a techno-magic construct as well, most impressive indeed. Your standard magic has much room for improvement, though. Those Barrier spells were regrettably very sloppy."

"Like, okay daddy, you got it," she snickered. Giving a look over to the blue earth pony, a somewhat disturbingly sultry look if Jetstream's opinion mattered any, she said, "Oh Curacao, I got the same score as you~"

"Tres bon, good for you," Curacao lightly smirked back, "I am really... proud."

"Yay!"

Silvertongue ignored the banter between the two, and moved along to the pink earth pony. She kept a rather serious look on her face, but Jetstream couldn't help but notice her glance in his direction every other second, that same damned hungry look in her eyes. "To you, Red Velvet... ninety-eight points. Your powers make me a mite... skeptical, as to how they truly benefit you. If you could find a way to use your powers without suffering such grave injuries, perhaps you'd be much more powerful than you already are."

"Thank you father," she said in a rather monotone voice. As Silvertongue walked away, Jetstream fought to keep a terrified squeak to

himself. That smile she had as she looked at him again made his bones feel cold. Really cold.

“And last but not least, to you, the youngest of you six wonderful little ponies,” Silvertongue smiled as he came to the purple unicorn. She maintained her rather haughty air and was well aware of the incoming praise. “Starlight Shadow... a perfect score, one-hundred points. You suffered no damage, destroyed your opponent’s entire regiment, and displayed incredible magical strength. The source of your powers still... eludes me,” Silvertongue’s golden pupil pulsed once, growing just lightly larger for a second as he thought about her display, “But it is impressive nonetheless. A shame you must leave so soon.”

“As if I could have scored anything less,” she said half-dismissively, “Thank you, father.”

“You six,” Silvertongue continued, addressing them all now, “Are my most precious possessions. And while it pains me to see you go, I know that I must allow you to once again leave the safety of my tower. The crimes against you committed by these six mares,” and Silvertongue motioned for Blutsauger to activate his device. A holographic projection of the six mares Jetstream recognized from that morning appeared, “Need to be punished.”

The six mares present all looked with rather grim disdain at the six images of the other six. Jetstream had never seen such anger before. “You have all recovered from your accident in such a short time, and it is time you got your just and deserved revenge,” Silvertongue said firmly, “But I do not want you to kill them, remember that. Remember your duty, my dears. Even you are not exempt from the same rules that I apply to all those who work for me. I do not tolerate failure.” Jetstream gulped loudly as Silvertongue turned towards him. “Isn’t that right, Jetstream? Oh, but where are my manners? I do believe this whole time you’ve been waiting to see whether I was going to give you a second chance.”

Jetstream warily nodded, “Y-yes, milord.”

Silvertongue chuckled darkly, “I do applaud your efforts my boy. I suppose that I wasn’t really treating you with dignity, sending a plebeian such as yourself to challenge the likes of such powerful adversaries such

as these. It would be unfair of me to consider your inability to even pose a threat to them as a mark against you.””

Jetstream breathed a sigh of relief, “Thank you, milord, I-”

“‘Thank you’? My dear boy, you think you’ve earned a second chance? Did I not just say that you failed to pose to them even a modicum of a threat? Had you not been such an incompetent nimrod this morning, we wouldn’t be here now. These six would have had more time to train, more time to recover and prepare, and if you weren’t such an incompetent nimrod *now* too, you might have made them exert a minimum of effort, make them release their full potential. I don’t have time to wait around for them to reach that point, they need to get moving as soon as possible to catch up with those six mares; your ineptitude allowed them to make quite a distance between us and them, if you can be reminded of such a fact.”

Jetstream stammered “B-b-but-”

“I have no use for the likes of such a worthless pawn, Jestream,” Silvertongue sneered. His horn sparked brightly, and Jetstream was lifted into the air. He turned to the unicorn by his side, “Starlight, my dear, I think it is time for your final test. Should those six mares prove to be unwilling to... cooperate, you will need to destroy them. I would test your resolve to do such an act in the first place. You have proven capable of ripping useless machines to pieces, now I wish to see if you can do so to a living, breathing creature.”

Starlight's horn glowed as she took over Silvertongue's, and waved a hoof dismissively, “Father, such a menial task is really not suited for a mare of *my* style and power, and besides, I think you and I both know there’s somepony else here who would much rather have such an opportunity.”

“Yeah, me!” Havocwing bolstered over, “Ooh, can I boss, can I? I just want to rip his useless little wings off and shove him off the roof of the tower. Please boss?”

Starlight snorted, “Havocwing, *you* got the lowest score. As punishment for bringing down our collective average, I’m denying you this opportunity.”

"What?!" the red pegasus blurted, "Oh come *on* boss, I really want to kill this guy. He's an embarrassment to pegasi everywhere! Please? I promise I-"

"Puh-lease," Insipid huffed, "If anyone should be allowed to kill him, it should, like, *totally* be me."

Havocwing gave a half-lidded, dumbfounded look, "What?"

"*You* want to kill 'im?" Curacao raised an eyebrow, "Quelle surprise! Since when?"

"Like, since *now*," Insipid rolled her eyes, "I mean *duh*, if Havoc wants a piece of him, *I* want a piece of him. She should, like, share."

"But 'avocwing 'as already lost 'er opportunity, darling," Curacao chuckled, "And besides, Grayscale 'as earned zee next-'ighest score, she's the one who should be deliver zee coup de grace, don't you think, Grayscale?"

Grayscale shrugged, "I guess that's fine. If you say so."

"Hell-ooo, then totally means, like, that it should be me, right? Not little-miss low score here. She's, like, so worthless."

"Buck off!" Havocwing snapped, "C'mon, which one of you wants to say something else about me, huh? I'll kick your flank to next Wednesday!"

"I sure don't want to insult you, dear 'avocwing," Curacao smirked. She briefly made her face take on the appearance of Havocwing herself, and in Havocwing's voice, "But boy I sure am an idiot."

"That's it, I'm gonna-"

Starlight groaned, "I'm surrounded by morons... Red Velvet!" she snapped behind her, "He's all yours." She dropped her spell on him, and took several steps back. Might as well enjoy the show, she thought.

The pink earth pony grinned widely, licked her lips, and took her first steps towards him. "Thanks boss, you have *no* idea how much I needed this."

"P-please, milord, I-" Jetstream pleaded.

"Far too late to beg *me* for forgiveness, my boy," Silvertongue said icily, "Your life is in *their* hooves now. I suggest if you want to keep breathing, you ask *her*."

"Yes," she said with a slowly widening grin, "Come on then. Beg. Beg me to spare you. I promise I'll listen..."

He gulped loudly, "P-please, Miss... ah... Velvet. D-don't-"

"Well aren't you just so *polite*?" she breathed close to his ear. He leapt back a good several feet, wondering how she'd managed to get so close when he'd seen her walking towards him, several feet away. "And so skittish too. I do so *love* when they're like that. Come on then...let me hear it some more..."

He made to say something, but was at a loss for words. Her voice seemed to be echoing inside his head.

"What's the matter? Cat got your tongue?"

He yowled as a sharp pain ripped across his side. He looked there in a panic - claw marks? He scrambled away from her again, but she suddenly wasn't where he remembered seeing her. He looked at the scratch again, but it was gone. She was gone.

"Stop this!" he babbled, "I... please!"

"You don't need to be so loud," her voice whispered from behind him, "After all, there's only just the two of us here." He looked around in a panic; now he realized now that they were *all* gone. The room had begun to darken around him, surrounding them with blackness. Light was slowly draining, being washed away like vulgar paint upon a wall. "Come on now... I want to hear you beg some more. I *need* to hear you beg some more. Please?"

“Milord!” he called out, “Please! Call her off! I promise I’ll-”

“I *said*,” she growled, an echo in her voice, “*BEG!*” He continued to try and flee, a fleeting hope that he could escape. Perhaps *this* was his test, and if he managed to get away, he’d earn his second chance. But every time he managed to reach the edge of the darkness, she was there again, her eyes red with bloodlust and anger. “I normally like it when they run... but you’re making this so *boring*. Oh well...” A tendril of living blood lashed out and grabbed his neck, dragging him back towards her. Her grin widened as he began to scream.

“No! L-let me go! Please!” he cried, trying to run towards the only light he could see. The light flickered and died, and his hopes died with it.

“See? Now was that so hard?”

“P-please! D-don’t!” he pleaded.

“Oh, but I *need* to, don’t you understand?” she pouted, “Don’t worry. I’ll make this *fun*.”

The tendrils latched around other parts of his body and fluttered around him. He shuddered in discontent as they stroked his wings. His blood ran cold.

“♪ *The femur bone’s connected to the... pelvic bone.*”


SNAP

“Auuuggghh!” he screamed.

“Ooh that’s good! Provide a nice little chorus for me. Where was I? Oh, right. Ahem-

♪ *The pelvic bone’s connected to the... spinal bone.*”

SNAP

“ *The spinal bone's... connected...* hey. Hey! Awww... shoot, there goes another one. I'm never gonna finish that song...”

Chapter Ten

Interjection

"I'm still not sure I'm liking this plan," Flathoof said pointedly, "When I said you might know a faster route, this was not what I was expecting."

"I was expecting an actual shortcut, to be honest," Lockwood frowned, "This is more of an alternate route, if I may be a stickler for accuracy."

"Well why didn't you say so before?" Tick Tock huffed.

"I *did* say so before!" both Flathoof and Lockwood said simultaneously.

Lockwood continued, "Look, there has to be another way through or around or something. I understand that time is of the essence, but charging through an active volcano, a whole range of them I might add. Seems to me to not be worth the risk."

Behind them, only a few miles away, the terrain gradually shifted from barren grays and browns into dark reds and blacks. Sharp inclines replaced the flat stretches, and the relatively clear sky above them slowly became one completely covered in smoke and ash. The Redblade Mountains were nothing if not impressive to see. The group had made camp some distance away, such that they wouldn't be sleeping in range of any accidental volcanic activity. A blue and purple flame flickered at the center of their campsite, magically crafted by Twilight Sparkle. Nearby, their limited collection of saddlebags rested in wait; they had dropped a few back at the Gate in their hurry to escape, but luckily their supply was not entirely dwindled.

The bags carried several rationed supplies of Dolor Blue and Liquefied Dolor Green. The Blue, according to everypony present, tasted like eating toothpaste. The Green tasted like slightly soggy green beans, but since it was liquid it was like drinking very soggy green beans. But, as Lockwood had made abundantly clear, they were healthy and filling and

easy to ration. Everypony agreed with him on that last point (“Well *duh* they’re easy to ration,” Pinkie had complained, “They taste *terrible*.”) Their other supplies had not been quite so lucky. Originally they’d collected some low-quality but better-than-nothing sleeping bags for each of them, but now they were down to three, two of which he had insisted be given to the less hardy and robust members of the party, Rarity and Fluttershy. The other was being given out in a rotation of sorts. They also had no changes in clothes, something Rarity found to be an unmitigated disaster, so those they had were starting to get rather uncomfortable. Other than that, their journey hadn’t gotten off to *too* bad of a start.

“I understand your worry,” Tick Tock sighed, “But I’ll say again, for the tenth time now I think, this is the fastest route through to the coast. The Redblade Mountains are only a few days’ hike from the Gate, and traveling across is only a few more. We’ll be at Hope’s Point in maybe a week, give or take a day. The other route, across the Wastelands proper and the old Gryphon Territories, is at least twice as long if we don’t stop to rest often. We can’t risk that kind of time.”

“Still seems too risky,” Flathoof sighed, “Not all of us have extensive mountain climbing experience, or can fly for that matter.”

“It’s not a problem, really it isn’t,” Tick Tock insisted, “I take this route all the time to get to the coastal region.”

“I was just going along with what everypony else was saying. If I had known these ‘Redblade Mountains’ were a range of *volcanoes*,” Twilight interjected, “I might have voiced my disagreement sooner. *How* is this not a problem? We’re risking eruptions, magma, and all that kind of stuff. This place looks like a death trap.” Fluttershy visibly squeaked in worry at those last words.

“Surely the heat *alone* would be a danger,” Rarity added, “Not to mention the *horrors* it will reap upon my mane. Do you have *any* idea how hard it is to keep my perfect shine when we have *no* resources to spare?”

“The heat is no trouble, I assure you of that,” Tick Tock explained, “For somepony so well versed in magic, Twilight, I am surprised you don’t know about PTAs.”

"Personal Temperature Auras are designed to protect from cold and heat, yes, but not at *these* extremes. At least not that I am aware of," Twilight said, narrowing her eyes, "Besides, you're joking about using one, right? To protect the entire group? They're called *Personal* for a reason."

"Not at all! I use one to traverse the area all the time, it works wonders. It doesn't guard you from *all* the heat, at least not enough to make you comfortable, but it does protect from enough to allow safe travel. And with your magical ability, it should be little trouble to extend the spell over the entire group."

"I have no idea what's going on," huffed Rainbow Dash, "But it sounds to me like everypony's agreeing to cross a mountain range of volcanoes. Active. Volcanoes. Now, I'm no expert or nothin', but does anypony else think this sounds, well, *stupid*?"

"I'm wit' Dash," nodded Applejack, "This sounds plum boneheaded, if'n my opinion matters any. I ain't never even seen a volcano up-close 'n' personal-like before, but I've heard of 'em in plenty o' stories when I was a lil' filly. Ain't they super dangerous?"

"Of *course* they're super dangerous!" Pinkie Pie jumped, "But using common story logic, the adventurers must always pass over the most dangerous regions if they wish to take the shortest route. I mean come on, that's like Cliche Number One. Or was it Three? Fourteen? I forget."

"Pinkie Pie, this is *real life*, not one of your little story books," Twilight rolled her eyes.

Pinkie Pie looked off to the side somewhere. "Whatever you say, Twilight," she winked.

"We've already come all this way," Tick Tock groaned, "If we changed routes now, then the past three days will have been totally wasted. If you didn't bloody want to come this way, you should have made your case earlier. I gave you all the opportunity to-"

"You didn't tell us it was a damn volcano!" Rainbow blurted, stepping forward aggressively, "You blindsided us! We all thought they were normal mountains, not volcanoes! Get it through your head!"

"With Twilight's Aura spell up, it might as well *be* a bleedin' regular mountain range!" Tick Tock shouted back.

"You don't even know if she can do that!"

"Gee, thanks for the vote of confidence, Rainbow," Twilight said flatly.

Rainbow turned red. "Th-that's not what I meant," she flustered, "I just mean, y'know, it's risky to put all of our lives into the confidence that you'll be able to modify a spell you've never really used before."

"Really, darling, you *should* have been up-front about this," Rarity frowned, "I would've *gladly* preferred to take a longer, safer route if I knew *this* was the alternate option."

"Um... if I can say something?" Fluttershy interjected. The arguers all looked in her direction in surprise. "Oh... um, I mean... i-if that's okay with you guys..."

"Go on, darling," Rarity said sweetly, "What is it?"

"Well... um... I agree with Miss Tick Tock. We should cross these... uh... volcanoes."

"You... you do?" Rainbow said, jaw agape, "You can't be serious."

"I want to go home. I miss my little Angel..." she sniffed, "If... if I have to brave these dangers to see him sooner... I will. I'll do anything if it means going home faster..."

"Well don't that beat all..." Applejack sighed, "Y'hear that, Rainbow? Fluttershy here just 'out-braved' us. Now don't I feel a mite small."

Rainbow scuffed a hoof in the dirt. "I was willing to do it. I was... I was just looking out for you guys, y'know? Not everyone can just fly over or around like me. I'm no chicken."

"Well if Fluttershy's up for it, I have no objections," Twilight nodded.

"Me neither," agreed Applejack.

"And to be honest, I would like the chance to test out this theory of extending a PTA over a full traveling party. I don't usually get a chance to experiment with spells like that, it's just easier to wear heavy clothes at winter time."

"Well, Tick Tock, I suppose you've got your majority vote," Flathoof sighed, "Against my better judgement, I guess this is what we're doing. I sure hope you've got a plan."

"Good, glad to hear it. We'll start our hike in the morning," Tick Tock smiled, "For now, we can get a good night's rest. We've been moving faster than usual today."

"How can you even tell what time of day it is?" Twilight said as she looked skyward. The sky above was now much clearer than it had been inside the city. A horribly ominous mix of oranges and reds and purples that covered all they could see. No clouds, no stars, no sun, just a murky, magical-looking smokey substance. "The sky looks pretty much exactly the same, just less smog."

"I've been wondering that myself," Lockwood followed suit, "At least in the city, you can gauge it based on pony activity and crowd size. I wish I'd thought to bring a watch."

Exasperated, Tick Tock raised an eyebrow. "Um... hello? Chronomancer? Special talent deals with time? I'm a walking bloody *clock*."

"And your name is Tick *Tock*," Pinkie nodded knowingly.

"...right? Yes?" Tick Tock tilted her head, "Thank you for stating what we already know."

"And she's good friends with the *Doc*," Pinkie nodded again.

"Yyyes?"

“And your knowledge of time, would you say you had a large *stock*?” Pinkie said, wagging her eyebrows, “And you're using it help guide this *flock*?”

“Okay I see where this is going,” Tick Tock sighed.

“You do? I'm *shocked*!” Pinkie gasped.

“You'd better cut it out, before I *knock* off your *block*, hmm?”

“Ooh, she's good,” Pinkie nodded in approval, “She's better than you, Dashie.”

Rainbow rolled her eyes, “What a *crock*.” Pinkie snorted into her hooves.

“If we're all done with the fun and games,” Flathoof sighed, “Tick Tock is right, we should get some rest before the hike. I'll take first watch again.”

“But first, let's eat,” Twilight nodded as she opened some of the saddlebags, floating out little blue and green packages to everypony.

Flathoof yawned heavily. The dim light of magically-crafted fire flickered against his back. He fought the urge to tip his hat over his eyes and get some well-deserved shut-eye. Bad idea, he thought, fighting the idea away. While they'd yet to encounter any pursuers from the city, and he very much doubted the NPAF cared enough to pursue a group of obviously-out-of-their-minds ponies across the Redblade Mountains, he was more concerned with any natural predators roaming around. He was thankful it was the winter season; very few creatures hunted during the winter as far as he was aware, a lucky break that all this trouble was happening now. Most of them either hibernated or migrated away for food. Still, if they attracted the attention of some of the still-active hunters, there'd be a great deal of trouble.

“Y'all look like you could use a little break.”

Flathoof half-turned his head to acknowledge her presence, "Are you still awake, Applejack? You really should be-" He interrupted himself with another yawn. "Getting some sleep."

"Y'all could say the same 'bout yerself," she snickered.

"Twilight and Tick Tock said they'd take next watch. I've got maybe an hour-" Another yawn, "Or so left."

"Consider yerself relieved," she smiled, "I ain't quite as tired yet. Ta be honest, / should've been the one ta take first watch. I'm used ta long days and late nights."

"Nonsense, I wouldn't hear anything of the sort."

"Don't try ta act all macho wit' me, sugar," she smiled, "It really don't suit ya."

He chuckled, "Perhaps you're right." With another look at the smoldering red tops of the mountains in the distance, he delivered a heavy sigh, "I suppose I'm just trying to keep my mind off certain... things. Whenever I sleep... I dream. I'd rather put that off, if I could."

She frowned, "It's 'bout her. Ain't it? If ya need ta get somethin' off yer chest, I'm here ta listen."

Flathoof looked at the ground in thought, "Do they have Magmaberries in your world?"

"What-berries?" she blinked, "I ain't heard o' nothing like that. What are they?"

"They're a very rare delicacy around these parts. Sweet on the outside, spicy on the inside... or was it the other way around? Very popular in desserts around the holidays. My cousin Bundtcake works for a catering company that specializes in working with them. Says the Redblade Mountains are the only place in all of Equestria they grow, so they're usually pretty expensive."

“Sounds awful fancy. I ain't never been one ta like them high-falootin' foods. I prefer mah eats nice an' simple-like.”

“Trust me, if you can handle the spice, they're to die for,” he smiled, “They're actually best raw, even better frozen. All the prep-work does is tone down the spice. I think you'd like them.”

“If y'all say so,” she nodded.

“Anyway, my cousin always sends out a few Magmaberry treats around the holidays. One year, I invited Snapshot over, since she and her family were... kind of on the outs. Snapshot had never had Magmaberries before.” He smiled a moment, “We all got a good laugh - she couldn't handle it at first - but they grew on her.” His smile turned to a solemn frown. “A few weeks ago, she asked me about this year's holiday, to know if we were having them again. It's only a month away, after all. She'd been doing research on them, wanted to know about the different kinds of desserts. She asked me if I could get her a very specific kind. Kept saying how she wanted to take a trip out here one day, to see where they grow.” He sighed again, “Seeing these damned mountains, knowing this is where she wanted to come...”

Applejack remained silent a moment. Then, she removed her hat and placed it over her chest. “I know too well how that feels, sugar. I...” She hesitated, “I'm sorry. If I'd known what this here place meant to ya, I-”

“Don't blame yourself, Applejack,” he smiled, “I don't. I knew we were coming this way, I chose not to argue it with Tick Tock, I chose to deal with my memories. And I don't regret my decision. I've got to face these feelings eventually, and as much as I want to put some of them off... I know there's no avoiding it.”

“Well that's awful strong o' y'all, she said. She frowned lightly, “I wish I could say the same 'bout mahself...”

After a few moments of silence, he turned to her and took a serious tone, “Applejack... what happened to your parents?”

Surprised by the sudden question, she flustered for a moment. “It's... a long story...” she said solemnly, “Ta be frank, I ain't told nopony 'bout it.

Mah friends know just the most basic thing: that they ain't with me no more. I don't feel comfortable talkin' 'bout it much more'n that, so if we could-"

"I wouldn't force you to talk about something you don't feel comfortable with."

"Thank ya kindly. I don't mean ta be a stick in the mud 'bout it, but-"

"I understand, Applejack. You don't need to make excuses for me." He yawned loudly again, "I hope those two get up soon. You're right, I need some rest."

"Mah offer still stands, sugar," she smiled, "Go on, get some sleep. I'll cover the rest o' yer shift."

He smirked, "Fine. You win. You and your friends have a real way of convincing me to do what you want. I'll have to watch out for that."

As he got up and headed back into camp, Applejack stopped him. "Y'all sure ya don't need nothin' else?"

"Eeyup, pretty sure," he smiled, continuing on his way, "Thanks again, Applejack."

Applejack nodded warily, "D-don't mention it, sugar." As he left earshot, Applejack shook her head dismissively, "Did he just say what I think he did?"

Something in Applejack's head was deeply bothered by the utterance of a single word. She didn't know why. She'd heard that same word hundreds, perhaps thousands of times. Her brother used it. Her sister used it sometimes when imitating him. She'd used it herself once or twice. Why did it bother her all of a sudden?

"Applejack? Are you taking over for Flathoof?"

Applejack nearly jumped, "Oh! Twilight! Um... yeah, ol' Flathoof was gettin' a mite tired. I don't think he's used to late nights like this. Sent him off ta bed."

Twilight tilted her head in concern, "Are... you alright, Applejack? You look pale."

"What? N-naw, I'm fine, sugarcube. Just... thinkin' 'bout somthin', no big deal. Where's Tick Tock? Ain't she takin' second watch wit' ya?"

"She's on her way. Just gathering up that map again. She wanted to show me what kind of route we're going to be taking and make a plan for rest stops."

"Y'all seem ta be gettin' along better wit' her, don't ya?" Applejack chuckled, "Just a matter o' time 'fore y'all are the best of friends."

Twilight rolled her eyes, "I wouldn't go that far. I like certain aspects of her, to be sure. She is quite intelligent, really knows her stuff about this world and all, but there's a few things I think she's gravely misinformed about."

Applejack raised an eyebrow, "Such as?"

"Well for one, that whole thing she tried to explain, about magic forces and stuff? It still bothers me, and I'm still trying to understand why she thinks like that. I've done a great deal of studying, and I know where her point of view comes from, but... I know she's mistaken. I don't know why she's so adamant about it."

"All that talk went over mah head last time y'all were arguin' 'bout it. Care ta tell me what exactly don't make sense? I don't like seein' ponies arguin' 'bout somethin' fer no good reason."

"Well, she says we all represent Law forces, right?"

"Yeah."

"And that we're all opposed to Chaos forces, right?"

"Well yeah, that makes perfect sense ta me. We did fight off Discord right? The... funda... aw shoot, I forgot what y'all called him."

"The fundamental representation and manifestation of the powers of Chaotic magicks?" Twilight said, eyes half-lidded.

Applejack nodded, "Yeah. All that hogwash."

Twilight rolled her eyes, "Yes, well. Think about that for a second. She's asking us - me, rather - to believe that *Pinkie Pie* represents a force of Law, not Chaos. *Our* Pinkie Pie."

Applejack touched a hoof to her chin, "Now that y'all mention it, she *did* sorta enjoy all o' Discord's magic-y stuff. Chocolate milk rain and all."

"See? It doesn't make sense. Don't get me wrong, I love Pinkie Pie, but she's not exactly the most... ah... orderly?"

"Well I guess I can kinda see yer point, Twi," Applejack said firmly, "But do ya really need ta argue it so much wit' her? It ain't botherin' nopony, right?"

Twilight sighed, "It bothers *me*. But I guess it's not so much that she's *wrong*, so much as she's so sure she's *right* and won't listen to reason. She still has a thing or two to change about her attitude."

"And *you* still have a thing or two to learn about listening," Tick Tock coughed from behind them.

"Ah!" Twilight jumped, "Oh... uh, hey there Tick Tock. How... long have you been standing there?"

"Long enough to know that I bloody well want to just get this all over with, before you start trying to convince me I'm wrong about *other* fundamental world concepts," Tick Tock said flatly, "Like maybe telling me that up is down or the moon is made of bloody cheese or something."

"Well that's just-" Twilight started.

Tick Tock interrupted, "Applejack, you can get to bed now, if you'd like. Twilight and I have matters to discuss, and we may be up a while."

"If'n y'all don't mind, I'd like ta stay. I... can't sleep. Don't feel that tired," Applejack said, looking off towards the camp. "I got a few too many things on mah mind, ta be honest."

"Oh? Well... actually, this is good," Twilight smiled, "You've got better mountain climbing experience than I do, and even from here I can tell this range is rougher than Dragon Mountain back home. You'd probably make a better judge of what looks like a safer route than I would, if I can be honest."

"Well thank ya kindly, Twi," Applejack smiled, "I'd be more'n happy ta help."

"Good thinking, Sparkle. I suppose that experience might come in handy, then," Tick Tock agreed, "I usually take the quickest route through, but I'm also usually by myself. Traveling as a group is a little different."

"Fantastic," Twilight beamed, "Let's get started, shall we?"

"Look at them," Rainbow Dash whispered. She pointed an accusing hoof towards the trio of ponies, one earth pony and two unicorns, reading a map by the light of one of the unicorn's horns. "They're all completely suckered in by this stupid plan. I can't believe we're going along with this, agreeing to go slogging through lava and rocks and smoke and ash, just asking for trouble."

"Well Dashie, she *did* say we could've objected at any time," Pinkie pointed out.

"Like I said, I didn't know the mountains we were crossing were actually *volcanoes*. Just how stupid does she think we are, taking us across a dangerous place like that? I know *I* can just fly around it, but none of *you* can." Pinkie made to speak up, but Dash kept talking, "And no, don't say Fluttershy or Lockwood, either. All that volcanic ash gets caught in feathers, so you have to be able to fly really fast to get through before it makes it too difficult to fly. That, and I'm the only one with enough sense to have a pair of flight goggles-"

“That Mister Flathoof helped you find,” Pinkie pointed out again.

“Whatever,” Rainbow rolled her eyes, “Point is, they can’t fly through the ash anyway without getting blinded. So we’re all stuck walking along, climbing mountains covered with death and with very minimal means of an escape plan. If Twi’s busy focused on that aura spell or whatever, I doubt she’d be able to get a teleport up for everypony in an emergency.”

“Well, Twilight and Applejack seem like they’ve got confidence in the plan, and so does Tick Tock. She says-”

“That she has plenty of experience climbing through here, yeah, I heard,” Rainbow grumbled, “I just don’t trust that we’re not being led into some sort of... trap, or something. I don’t know, I just still really suspicious of her motives. I get that we’re pressed for time. I get it. But that’s no reason to be risking everypony’s lives like this.”

“Well at least you’ve moved on from not liking Mister Lockwood,” Pinkie rolled her eyes, “Really Dashie, you need to *relax*. Twilight trusts her, so we should trust her judgement. Right?”

“I suppose...” Rainbow sighed, “I’m just worried. Everything about this whole world just makes me feel... uneasy. I don’t know what it is. It wasn’t *that* bad at first, and I was even willing to give those guys a chance, but... something just seems really suspicious about everything.”

“Cliche Number Fifteen,” Pinkie said matter-of-factly, “When things seem too convenient to be true, they usually are.”

“Exactly,” Rainbow pointed.

“I was joking, you weren’t supposed to agree-”

She ignored her and continued, “Sure we’ve gotten in a few scrapes here and there, but other than that this whole thing has just been way too convenient. We get transported to a new world, into a city with millions of ponies, and the first one we really meet and talk to is Flathoof, who is... just really a nice guy...” Rainbow frowned, “To be honest, I feel bad for him too. I don’t know what it feels like to lose somepony close to you...”

“Aww...” Pinkie smiled, “That's sweet of you, Dashie.”

“And *he's* bestest friends with Lockwood, who is just the best pony anypony can ever hope to know, who has a solution to everything and is always willing to lend a helping hoof to everypony he knows,” she said with heavy sarcasm, “He's *too* nice, if you ask me. I see the way he hangs around with Fluttershy and Rarity.” And she sneered over in the direction of another trio of sleeping bags nearby. “I've met guys like that before. You think they're all sweet and nice, but they really just want to get between your legs.”

“Come *on*, you know those two-”

“Yeah yeah, I know Rarity's not stupid enough to fall for those kinds of cheap tricks. She's dated enough guys to know what's what,” Rainbow said quickly, “And Fluttershy's probably too nervous and shy to even think about stuff like that anyway. She probably wouldn't fall for it either, but it still bugs me.”

Pinkie shrugged, “Look, you really just need to relax. Take it easy. Hakuna Matata. Everything will work out okay.” Pinkie nuzzled in close to Rainbow, “I don't like seeing you like this, Dashie. It makes *me* nervous...”

Rainbow blinked, and nodded, “Sorry, Pinks. I just worry about all of you...” She leaned into Pinkie and tucked her wing around her. “You most of all.”

“Um... Rarity? Are you awake?”

Rarity stirred slightly and began to mutter to herself in her sleep, “Mmm... yes, I'll have the *usual*, please...”

Fluttershy prodded Rarity gently in the side. “Rarity? I... um... I need to talk to you.”

Rarity got a pleased smile on her face. “Oh yes... that is simply *divine*. A little *lower* please... ah... that's the spot...”

Fluttershy raised an eyebrow, "What? Oh dear..." She prodded a little harder. "Rarity... wake up, please? You're having that dream again..."

"Mmm... such *strong* hooves. I bet you're talented in *other*-"

"Rarity!" Fluttershy hissed as quietly as she could before the unicorn's fantasies could continue.

"Eh?" Rarity mumbled groggily, "Fluttershy? Is it morning already?"

"No," Fluttershy peeped, "I can't sleep. And... I was hoping I could talk to you...?"

"Oh?" Rarity yawned, "I don't *suppose* this could wait until morning, could it? I was having the most *amazing* dream."

"I know. I... um, heard," Fluttershy blushed.

"Oh, you did?" Rarity smiled. Then, she turned red as well. She chuckled dismissively, "Oh... you *did*. Eh heh, ah... yes. Well. Um... w-what did you want to talk about again, darling?"

"Well, I was wondering... do you think anypony is... upset with me? For agreeing with Tick Tock?" Fluttershy flustered.

Rarity looked surprised. "Whatever do you mean? Why would you *think* such a thing?"

"Well... I know that everypony was real upset that we were going to go that way. I just... do you think anypony is upset that I pushed for us to go along with it?"

"Ohh... heavens darling, I don't think you have to worry about anything like *that*," Rarity smiled, "They were all just upset that Miss Tick Tock wasn't *completely* forward with the issue. I think Rainbow Dash and Applejack are just surprised *you* of all ponies would be her advocate. I think they're *more* surprised actually that you made them feel less 'big', as t'were? No pony could ever be upset with you, Fluttershy."

"I just... I want to go home, Rarity. I don't like this place. I miss the colors and smells of home... I miss all my animal friends... Angel most of all."

Rarity frowned, "We *all* want to go home, my dear. We all have loved ones we're worried about."

Fluttershy sighed, "I... I know. But you all seem so much more... um... accepting of things here. This place is nothing like home. It's dirty and cruel and dangerous and smelly and gloomy and... I don't like it here at all. I... I'd go as far to say I hate it here."

Rarity frowned, "Oh... Fluttershy. You poor dear. Is there *anything* I can do to make you feel better?" She placed a hoof gently on the timid pegasus's shoulder. "Anything at all, you just say the word."

"Just... I want to know things are going to be okay. That we'll all be safe," Fluttershy shuddered, "I'm so worried about everything. I... I'm scared."

Rarity smiled lightly, "Don't worry, darling. Everything will be just fine. After all, we all have each other here, right? And we have such *knowledgeable* guides with us to keep us safe."

"Well... I suppose that makes me feel a little better," Fluttershy nodded, "Miss Tick Tock does seem to know-"

"I was *referring* to Mister Lockwood, of course," Rarity smirked, "He has been a *most* gracious traveling companion, has he not?"

"Oh... well, yes," Fluttershy squeaked, "He's... nice."

"I should say so," Rarity grinned, "After all, these sleeping bags he provided are *most* comfortable, and they protect from the elements. A shame that some of them were left behind, but he *did* insist that you get to use one."

"He insisted you get one as well," Fluttershy pointed out.

“Because I'm your friend, of course. The poor dear is nervous, I can tell. I think it's *charming*, actually.”

Fluttershy raised an eyebrow, “Nervous? Why would he be nervous?”

“Well think about it, darling. You're a *beautiful* young mare, and a former model, might I add? You're delicate and graceful, and perhaps even a *little* vulnerable. Sweet and kind, and-”

“W-wait, he's nervous... b-because of me?” Fluttershy stammered.

“Well of *course*, Fluttershy! And why not? To think that back at home there are so *few* stallions with a real sense for mares, hmm? Imagine my surprise when I noticed! Funny how things like this work out, that we had to travel across dimensions to finally meet a *decent* stallion for such a *wonderful* mare as yourself. It would make for a wonderful romantic novel, don't you think?”

“Oh... oh dear,” Fluttershy blushed, “I had no idea.”

“Oh I *know*, darling. He does such a fine job of hiding it, but a mare with a keen eye for these sorts of things picks up on it quite quickly. The poor dear must be *terrified* of rejection; no wonder he isn't so up-front about it. Why, I'm sure that's the reason nopony back at home does it either, come to think of it.”

Fluttershy made a tiny squeak, “Oh... b-but, what if-”

“I don't suppose you were paying much attention to certain things back in the city, but really darling, I can safely say that you two would be perfect for one another.”

Fluttershy raised an eyebrow, “W-what makes you think-”

“I mean, he's such a *sensitive* individual, not unlike yourself. A little bolder than you in some respects, but that's just the kind of companion you need. And while there aren't many animals around for him to have much opinion of, he *does* care about other ponies, especially those poor foals in the slums.”

“Oh... that's right,” she nodded, “I thought that was awful nice of him. I wish there had been something we could do to help.”

“And such a *handsome* gentlecolt too. It is a true shame that we are not back at home with him. Why, I've been looking for a stallion with his physique to try out some *male* fashion lines, maybe branch out a little in my repertoire? Can you imagine him in a *snappy* tuxedo? Oh, or a sleek collared vest. Ooh, the possibilities... I bet he could keep me busy for weeks!” She winked, “If I could get him away from you, of course.”

Fluttershy turned a little pink, “W-well, that does sound... nice. And I'm touched that you think he likes me and all, b-but what about that other mare? Um... Keeneye, was it? They seem to have... something between them. I wouldn't want to-”

Rarity gave a little laugh, “Oh, I assure you there is nothing going on there, my dear. Not to worry, darling. I'll ensure *everything* works out between you two, or my name isn't Rarity. After all, what could be more generous than helping my closest, dearest friend find her one true love?” She yawned lightly, “Now if you'll excuse me, I'd like to get back to my beauty sleep.”

“Phew...” Fluttershy breathed. Then, her eyes shot open. “Wait, what? I didn't ask for you to help, Rarity. I'm certain if he... oh d-don't fall asleep...” She prodded Rarity lightly, but she'd already dozed off. “Rarity? *Rarity?* Oh dear...”

“This is stupid. We've been traveling for two whole days, and we *still* haven't caught up with those losers. How are they still so far ahead of us? They didn't get that big of a head-start.”

“Yes, Havocwing, and complaining about it is helping how, exactly?” Starlight Shadow snapped, “Nopony wants to hear your whining.”

“But boss-” Havocwing started.

“Like, it's not *all* that bad,” Insipid interrupted with a smile, “If we take a while, that's just, like, *more* time I get to spend with *Curaçao*! You're totally perfect and pretty and junk, Curie!”

Insidid nuzzled up against the blue pony, who sighed, “I do not know which is worse: waiting to meet up with zose cretins, or 'aving to deal wiz... zis. Zut alors...”

“Mmm... fancy talk...” Insipid cooed, “Teach *moi* to talk all fancy, Curaçao sweetie. That would be, like, *tres* sweet of you, for sure.”

Curaçao rolled her eyes, “Per'aps anozer time, non?”

“We shouldn't be far behind them now,” Starlight explained, “They're likely avoiding confrontation with any of the creatures out here, or at least what few are even still around in the winter season. That gives us a speed advantage. None of those *bugs* are getting in *our* way, that much is for certain. I bet they'd tear those idiots apart.”

“That's my point!” Havocwing blurted, “We should've caught up by now if that was the case. Are you *sure* we're going the right way?”

“Are you questioning my sense of direction?” Starlight glared, “Because it sounds like you're questioning my sense of direction.”

Havocwing gulped, “Ah... n-no way boss, I was just repeating something... um... Grayscale said! Yeah! That bucking traitor, how dare she-”

Starlight looked upwards to where Grayscale was slowly fluttering about. “Grayscale Force! Down here please. *Now*.”

Grayscale yawned and lazily glided down. “You called, boss?”

“Grayscale, have you been questioning my sense in direction?”

Grayscale shrugged, “Wherever you wanna go is fine with me, boss.”

Starlight glanced over at Havocwing, who gave a nervous smile. “I figured as much. That will be all, Grayscale.”

"Whatever you say. I guess I'll just get back to flying around, or something." She slowly took wing again.

Starlight's horn began to glow dimly. "Now, what was all that I heard about it being *Grayscale* who hated my idea? Hmm?"

Curaçao coughed, "If I may, ma capitaine? I zink zat 'avocwing was merely trying to understand zee situation. She is an idiot, after all, non?"

Havocwing glowered in her direction, but remained speechless. Starlight glared at her again, and she shrugged nervously, "Ah... I just mean... what if they're not taking this route? Then all of this is wasting our time, giving them a bigger lead. Right?"

Starlight raised an eyebrow, "There are only two routes to the coast, Havocwing, and they'd be beyond stupid and crazy to cross the Redblade Mountains. No, they're headed for Goldridge Pass and the old Gryphon Territories, it's the only logical choice. I *know* they're stupid anyway, but father insists that their guide, the Chronomancer, knows her way around out here. At least *she's* not stupid enough to lead them that route."

"Oui, only a true *imbecile* would take zee ozer way," Curaçao chuckled, "I know I would not want to go zere. It would ruin my perfect mane, non?"

"And it *is* perfect," Insipid sighed as she stroked it, "I want a mane like *yours*, Curie."

"I'd go that way if it were me," Havocwing smirked.

Curaçao laughed, "My point exactly."

Havocwing shot a glare at her, "Because I can take the heat. Hello? Fire-proof? Bucking idiot."

"Like, watch your mouth, *Havoc*," Insipid hissed, "Don't go bad-mouthing Curaçao. Like, ponies get *hurt* when they start bad-mouthing Curie around me."

“Ah, my knight in shining armor,” Curaçao swooned with a sarcastic tone. Insipid beamed extremely widely in response.

“Enough, all of you,” Starlight snapped.

“I don't know what everypony's getting all worked up for,” Velvet said, suddenly appearing in the middle of the group. Curaçao, Insipid, and Havocwing all jumped a bit in surprise. She was covered in a grimy greenish-red substance.

“Quit doing that!” Havocwing spat, “Gonna give me a bucking heart attack one of these days!”

“Mmm... myocardial infarction,” she drooled.

“Yeah well, I... yeah! Take your... big words... and...” Havocwing made to retort, then shuddered and decided instead to go on ahead. “Whatever, creep-job.”

“As I was saying, I don't see what the big deal is. All these buggy things we've been killing has made this little trip fun! So much blood... mmmm...” She licked her lips and cleaned off some of the gunk, “Oh so tasty~”

“Like, gross,” Insipid blanched, “Gag me with a *spoon*.”

“Yeah, I know. It's not quite as good as pony blood. I miss Mister Jetstream already,” Velvet frowned dejectedly, “I should've rationed him a little more, shouldn't I? But pegasi wings are just so *good*!”

“Can we take a break, boss?” Insipid pouted, “All this walking is making me just, like, so tired. And I'm *hungry* for some reason now, and-”

“Wait... hungry?” Starlight raised an eyebrow, “We ate an hour ago. Why are you-”

“I dunno, like, Velvet mentioned food or something, and now *I'm* hungry too.”

Suddenly, a voice from above said, "So basically you want to eat ponies too?" Grayscale landed lightly amidst the group.

"Like, where did *you* come from?" Insipid blinked, "You never, like, talk."

"Oh, sorry. I thought you were gonna try being a cannibal now, and needed the moral support. I guess if you don't, that's okay too."

"Wait," Insipid scratched her head, "Canni-oh! Like, total barf trip, ewww, *no!* Booosss, Grayscale's being totally *mean*."

"Great, now *you're* whining too," Starlight groaned, "I knew this trip was going to get on my nerves."

"Like, *nuh-uh*, I am *totally* not whining, boss. I'm *complaining*. Do you, like, want to *hear* whining?"

"No!" Starlight waved her hooves. She coughed, and regained her composure, "Ahem... no. Very well, I suppose we should be getting some rest as well. Grayscale!"

She saluted, "Yeah boss?"

"We're making camp here. You have first watch."

Grayscale shrugged, "I'm honored that I get to stand here motionless for a few hours before everypony else."

"Excellent," Starlight nodded, "Havocwing!"

Havocwing swooped over, "Yeah yeah yeah, 'get a fire started', what else is new." She began to mutter to herself, "So stupid... taking a break right now. I ain't even buckin' tired."