

Near Death Experience

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Chapter 1

Meeting Death

Oh Celestia, where am I? That fall was really something...

Pinwheel blinked slowly, trying to make sense of her surroundings. Shakily, she rose to her feet. All around her was darkness. In the shadows, she could make out faint, muted swirls of color, like smoke from some hidden candlestick. Her whole body hurt. Her legs trembled underneath her, as though they could barely carry her weight. A persistent throb trembled behind her skull. Letting her eyes adjust, she noticed her glasses were cracked.

"Hello?" Pinwheel called into the blackness. Only echoes answered. A thrill of fear rippled down Pinwheel's spine. Where in Celestia's name was she? No matter how hard she squinted, she couldn't see anything or anyone. There was no light anywhere. Yet, looking down at her hooves, Pinwheel could make out the light blue color of her coat. It was as though she exuded a light all her own. Hesitantly, Pinwheel took a few steps forward, "Is there anyone here?"

No answer. Pinwheel frowned. She tried to remember what had happened. An...an accident. She'd never been flying before, but her pegasus friend assured her that it was perfectly safe. 'It'll be fine, Pinwheel! You'll love it, it's really fun!' Dizzy Twist reassured her, 'Just hold on tight to me.' Pinwheel was nervous about flying for the first time. Earth ponies were meant to stay on the ground, after all. If Earth Ponies were meant to fly, they'd have wings like the pegasi. But nothing would convince Dizzy Twist. Finally, Pinwheel gave in. Dizzy was so excited. Even so, Pinwheel had her apprehensions. Dizzy was a strong flyer, but she wasn't very good at holding onto things. Pinwheel would never forget the day she accidentally dropped a flower pot on some poor pink pony's head.

Dizzy met Pinwheel that morning just outside of Ponyville. 'We'll just fly around Ponyville until you get comfortable, okay?' Said Dizzy comfortingly. Shaking, Pinwheel climbed onto Dizzy's back. Before Pinwheel even got settled, Dizzy was off. She rocketed into the sky like a firework, zooming up

faster than she'd ever gone before. Pinwheel let out a frightened scream, clinging tightly to her friend's back. Ponyville vanished rapidly underneath them.

As they whooshed higher and higher, bursting through layers of cloud, Pinwheel's glasses began to slip off her nose. As Dizzy broke through a dark purple-grey cloud, Pinwheel's glasses slid off her face and dropped toward the ground. Pinwheel let out a squeal, letting go of her friend and making a desperate grab for her specs. But it was too late. Just as the morning sun began to peek over the mountains, Pinwheel tumbled off her friend's back and plummeted back to the earth. 'PINWHEEL!' Dizzy screamed as she fell. By the time Dizzy managed to reverse directions, Pinwheel was already halfway to the ground.

Pinwheel remembered all too vividly the sickening crack and the explosion of pain she'd felt upon hitting the dirt. Everything went dark. The last thing she remembered seeing was Dizzy yelling at her with tears in her eyes. The thought made Pinwheel shiver.

"I guess...I guess I'm dead." Pinwheel finally concluded. The pain she'd felt upon waking up was fading. Before her eyes, her cracked glasses repaired themselves, as though someone had turned back time and sealed the breaks. Dizzy's horrified, sad expression stuck in her memory like a brand on her mind. Lip trembling, Pinwheel lowered her head. Where was her poor friend now? Struggling to get her to the hospital? What would Nurse Redheart say? It wasn't Dizzy's fault that Pinwheel slipped. Really, it was stupid of her to wear glasses on a pegasus ride.

Slowly, shaking out her yellow mane, Pinwheel lifted her head. If this was death, it wasn't so bad. The deep, mysterious blackness was a bit disconcerting, but otherwise, it seemed fairly benign. There weren't any ghosts emerging from the darkness. No ghouls, no haunts, no spookies. Pinwheel took a few more steps. "Hello?" Was she really the only one here?

"Hello?" A voice, a male voice, answered. Pinwheel paused. In the darkness, she could make out the faint silhouette of a purple Pegasus. Upon seeing her, the Pegasus gasped in relief, "Oh, thank Celestia! I've been wandering around in this place for hours!"

"Who are you?" Pinwheel asked, peering at the Pegasus. He was athletically built – not handsome, but strong. His black mane was mussed with sticks and leaves, as though he'd just crawled out of a bush.

"Thunderhead." The Pegasus responded. His cutie mark, a pale blue lightning bolt, seemed to glow in the darkness, "Who are you?"

"Pinwheel."

"Hey, Pinwheel, nice to meet you." Thunderhead responded, lowering his head courteously, "How long you been here?"

"I, er, just woke up here a minute ago."

Thunderhead grinned sheepishly. "I've been here for a couple hours. Maybe more. I can't really tell time in this place..." He sighed, glancing around hopelessly, "I'm really glad to see another face, though. I was worried I'd be all alone in here."

"Where are we?"

Thunderhead's grin faded. He ducked his head awkwardly, "Well, uh, Miss Pinwheel...the thing is...I think we're dead." He straightened his neck, "I was in the Everfree Forest looking for flowers, ya see, for my marefriend, and all of a sudden, this ursa minor came out of nowhere. Tore me to pieces, it did. I remember it like it yesterday. Heck, it might *have been* yesterday for all I know."

"So we really are dead..." Pinwheel sighed, "I fell off my Pegasus friend's back while we were flying."

"Gruesome."

"Yeah."

Thunderhead chewed his bottom lip thoughtfully, "Hey," He began, "Do you, ah, wanna walk with me? Maybe there are others around here."

"You think so?"

"Well, hey, we found each other, right?"

Pinwheel smiled, "That's true."

The endless darkness was a little less scary with Thunder by her side. Together, the two of them walked into the black. No matter which direction they turned, though, or how long they walked, they never seemed to get anywhere. All around was featureless blackness. There were no landmarks to show where they'd been. Pinwheel couldn't hear anything aside from the clip clop of their hooves. "So...er..." Thunderhead began after they'd been walking for a few minutes, "Tell me about yourself, Pinwheel."

"Uh...I lived in Ponyville. I made pinwheels. Kind of boring, I guess. You?"

"Well, I live...well, used to live in Cloudsdale with my marefriend. Worked at the weather factory. I tell ya, I was an expert at making lightning. Just like my pa. Weather making runs in the family, I guess. They'll...they'll probably be pretty upset when they find my body."

"Why were you in the Everfree Forest anyway? They sell flowers in Ponyville."

"Well, uh, my marefriend wanted a special flower. She's all about flowers, ya see. A little strange for a Pegasus girl, but I always thought it was cool. I hope she doesn't cry too much."

Pinwheel frowned, glancing down at her hooves. "Are we sure we're dead?"

"I don't see any other option, Miss Pinwheel." Thunderhead sighed sadly, "Either we're dead or this is a really strange dream. Do you feel like you're dreaming?"

"No...not really."

"Neither do I."

They continued walking in silence.

All of a sudden, another sound broke through the muffled silence. Thunderhead and Pinwheel both looked up, heads snapping simultaneously in the direction of the noise. Out of the darkness exploded a cream colored unicorn, rocketing forward at full gallop. Thunderhead

leaped out of the way, pulling Pinwheel with him. Seeing the other two ponies, the unicorn pulled to a screeching halt. "Oh my goodness!" She squeaked. Her bright pink mane flopped in her face as she whirled about to face them, "I am SO sorry! I didn't mean to run into you!"

"It's fine, Miss." Thunderhead answered, smiling.

"It's just...it's just that I've been alone here and...well, it was scary! I just figured I'd keep running until I found something..." She stammered nervously, then began to smile, "I guess I found something. I didn't expect to see anyone else down here. Wherever here is."

"Heck if we know." Thunder answered, shrugging his large shoulders, "What's your name?"

"Philomel." The pink haired unicorn answered, blushing. On her flank, Pinwheel could just make out the shape of a violin cutie mark, "Um..."

Pinwheel turned to her, "So...what happened to you?"

"What happened to me? What do you mean? I just got here..."

"This might sound strange, miss, but we think we're dead. Pinwheel here took a plummet off a pegasus's back and I got torn up by an ura. Something like that must have happened to you. What's the last thing you remember?"

"Dead?" The pink haired unicorn exclaimed, "I can't be dead! The last thing I remember was...was walking around Manehattan with my friends and...this carriage came speeding around the corner...and...oh my." Tears welled up in Philomel's eyes. Her chest hitched. Gently, Thunderhead walked over and touched his head to hers.

"Hey, it's all right." He soothed, "We're all here together, right?"

Philomel sniffled, "I...I guess so."

"We're gonna find some others and try to figure out what's going on, okay?"

"Okay..."

While they were talking, a strange swirl of color crawled through the blackness. Pinwheel caught it out of the corner of her eye. She followed the movement of the current, her companions' conversation suddenly distant and far away. The swirl, like smoke from a fire, shifted shapes as it moved. Finally, dropping to the ground, the smoke formed into the silhouette of a tall colt. As the colt stepped forward, the shadows caught on him like spider webs, forming a dark cloak. Philomel and Thunderhead looked up and fell silent. Slowly, the three ponies backed away from the figure. His face was hidden by the cloak's hood, but Pinwheel could make out the faint yellow gleam of bone beneath it.

"W-who are you?" Philomel squeaked, ducking behind Thunderhead. Pinwheel stood motionless, staring up at the tall, silent figure. His hooves made no noise as he moved across the ground.

"*YOU MAY CALL ME DEATH.*" The robed pony boomed. His voice resonated in the environment, causing everything, even Pinwheel, to shake a little. The voice whispered inside her head, yet echoed all around her.

"So...we *are* dead..." Thunderhead's ears drooped.

"*YES.*" Death lifted his hoof, exposing a skeletal white leg. He gestured for them to approach, "*EARLIER TODAY, YOU THREE ALL MET VIOLENT ENDS. NOW IT IS TIME FOR YOU TO MOVE ON AND GO TO THE AFTERLIFE.*"

"Wait. Hold up a second." Pinwheel stepped forward. Death cocked his head at her, "We all died violently, right?"

"Y-yeah!" Squeaked Philomel, "I got run over!"

"And I got torn to bits!" Thunderhead asserted.

Pinwheel nodded to the other ponies. "Right. And I fell to my death. Not one of us died naturally."

Death exhaled. His sigh was like a bitter, chilly wind. "*YOUR POINT?*"

"Don't we deserve a second chance?" Pinwheel begged, "We're all young and it's not fair that we died the way we did."

Death tilted his head back in thought, his cloak hood slipping a little off his head. Pinwheel could see the white bone of his nose. Stomach turning, she looked away. *"THREE TESTS, THEN. IF YOU PASS, YOU MAY RETURN TO THE WORLD OF THE LIVING."*

"Tests?" Thunderhead asked, "What kind of tests?"

"BE GRATEFUL, PONIES. YOU CAUGHT ME DURING A SLOW DAY." The robed pony boomed. He towered over the three of them, standing feet even over the tall Thunderhead, *"THUS, I SHALL GIVE YOU EACH ONE CHANCE TO EARN YOUR LIFE BACK."*

Pinwheel stepped forward. "All right. I accept your challenge."

"Me too!" Thunderhead answered charging forward.

"And...me?" Philomel tiptoed hesitantly behind Thunderhead, peering anxiously at the robed pony.

"FIRST..." Death rumbled, *"A TEST OF STRENGTH. WHO AMONG YOU CHOOSES THE TEST OF STRENGTH?"*

Thunderhead puffed out his chest, "I was the strongest flyer on my team when I was a kid. Shoot, I'll take your test." The robed figure stepped aside, allowing Thunderhead to move forward. Taking a deep breath, Thunderhead walked up and stood beside Death. With a nod of his head, the robed pony summoned two wagons, both loaded down with heavy, black rocks flecked with gold. Thunderhead glanced nervously back at Pinwheel and Philomel, but didn't back down. Magically, the harness floated toward Thunderhead. It fastened itself around his shoulders. Thunderhead grunted, giving the harness a tug. The wagon behind him didn't budge.

Death gestured toward a suddenly appearing goal post in the distance. *"PULL THIS WAGON TO THE GOAL POST BEFORE ME,"* Death rattled, *"AND I WILL RETURN YOU TO THE WORLD OF THE LIVING."*

"I can do this." Thunderhead puffed, scraping the ground with his hoof, "I can definitely do this. Cloudsdale, here I come!"

Death levitated the second harness over and strapped himself in, robe and all. "*LET US BEGIN.*" With a great heave, Thunderhead pushed toward the goal post. The cart inched along behind him. Sweat glistened on the pegasus's forehead and flank. He strained with the effort, letting out pained grunts. Still, even with his pushing, the cart crawled forward at a painfully slow pace. Pinwheel took a step toward the cart, but a cold, invisible wall stopped her from advancing. Philomel whimpered, watching the contest from behind Pinwheel. The robed pony, meanwhile, pulled the cart with exquisite ease, strolling leisurely along the course with the cart rolling behind him. For every inch Thunderhead pulled his cart, Death advanced a foot or more.

"Come on, Thunderhead! You can do it!" Pinwheel called encouragingly. Thunderhead flashed a smile. Still straining against the heavy load, Thunderhead extended his great purple wings and flapped. His legs lifted off the ground and, flapping desperately, he propelled the cart forward with his wings. Pinwheel and Philomel cheered. Still, even with powerful wings aiding him, Thunderhead was nowhere near fast enough to compete with Death. By the time Thunderhead was halfway down the course, Death had already finished.

"*ENOUGH.*" The robed pony boomed. Both the carts and the goal post vanished. Death and Thunderhead reappeared next to Philomel and Pinwheel, "*THUNDERHEAD, YOU HAVE FAILED. COME WITH ME.*"

Thunderhead lowered his head in shame, his black mane falling over his face. Death lifted his robe with a blindingly white bone hoof. Squeezing his eyes shut and fighting tears, Thunderhead walked into Death's hooves. Death dropped his robe and Thunderhead was gone, leaving behind only a scattering of royal purple feathers. Philomel squeaked with fear.

Death looked down on the two mares before him. "*NEXT, A TEST OF SKILL. WHO AMONG YOU CHOOSES THE TEST OF SKILL?*"

Surprisingly, Philomel peeked out from behind Pinwheel. "I...I'm good at the violin. Does that...count as a skill?"

With a wave of his hoof, Death produced a spectral violin. It rested lightly on his great shoulder, ready to play. With a second wave, another violin, formed from shadow, dropped from the air next to Philomel. Her face screwed up in concentration. Her horn glowed and the shadowy violin

floated into the air, trailing seeping darkness behind it. "*LET US BEGIN.*" Death rumbled, "*IF YOU ARE INDEED A BETTER PLAYER, I WILL RETURN YOU TO THE WORLD OF THE LIVING.*"

Philomel nodded. Closing her eyes, she began to play. Her notes rang out clearly and perfectly on the shadowy violin, melding together to form a mournful aria. She played flawlessly, not missing a single note. Pinwheel was breathless. Finishing her aria, Philomel lowered the shadowy violin. As she set it on the ground, it split apart and vanished back into the void. Death nodded. Lifting the bow with his hoof, he played the same aria. Pinwheel and Philomel listened, frozen to the spot by the beautiful sound. By the time Death finished, both Philomel and Pinwheel were weeping, though perhaps not because of the aria. Death's playing was more than perfect – it was heartbreaking.

"*PHILOMEL, YOU HAVE FAILED. COME WITH ME.*" Death boomed as his violin vanished. Philomel lowered her head, her shoulders shaking with her tears. Pinwheel tried to comfort her, but was once again blocked by a cold, invisible wall. Philomel walked into Death's hooves and vanished, just as Thunderhead had. Now only Pinwheel was left. She turned to look at Death, gazing the dark pony defiantly in the face.

"So?" Pinwheel demanded, "What's left for me? Are you going to cheat on my test too?"

"*CHEAT?*" Death echoed, sounding genuinely perplexed.

"You didn't even give them a chance!" Pinwheel yelled, "They did their best, but they still lost right from the start!"

"*A SECOND CHANCE IS A VALUABLE THING. NOT EVERYONE IS WORTHY OF IT.*" Death rasped, "*THE FINAL TEST, PINWHEEL, IS A TEST OF WIT. WILL YOU TAKE THE TEST OF WIT?*"

"I don't have much choice, do I?"

"*THEN LET US BEGIN. LOOK AROUND YOU, PINWHEEL. THERE IS NO COLOR OR LIGHT IN THIS CROSSROAD BETWEEN WORLDS.*" Death rattled, "*IN THE MORTAL WORLD, ALL LIVING THINGS DIE AT MY TOUCH, SO I CANNOT BRING ANY COLOR INTO THIS WORLD WITH*

ME. GIVE ME AN OBJECT THAT IS BRIGHT AND LIVELY, BUT WILL NOT DIE AT MY TOUCH."

Pinwheel stood silent. "A...a pinwheel." She answered after a few moments of thought, "It's brightly colored...and it spins in the wind. It's not alive, so...so it won't die when you touch it."

"*CLEVER.*" Death whispered. Pinwheel could hear a hint of a smile in his voice, "*VERY WELL. IT SEEMS I TAKE ONLY TWO SOULS TODAY.*"

Pinwheel blinked. "T-that's it?"

"*THAT,*" He boomed, "*IS IT.*"

All of a sudden, Pinwheel woke up. She jerked up, only to be flattened by a horrible pain in her abdomen. Hearing her groaning, Nurse Redheart hurried to her bedside, "By Celestia...I can't believe it." The nurse breathed. Pinwheel blinked at her slowly.

"W-what...?" Nurse Tenderheart appeared next to Redheart, both ponies gawking in open awe. All around Pinwheel, machines began to beep. The room was quiet.

"You were dead...but..." Redheart stammered.

"I was...dead?" Pinwheel blinked slowly, getting used to the bright, white light of the infirmary.

"You fell more than one hundred feet off the back of a Pegasus. Every bone in your body was...destroyed. There's no way you could have survived. You had no pulse...no nothing." Nurse Tenderheart related, "Dizzy was in tears. She won't believe this."

Pinwheel sat up. "What? I'm fine..."

Nurse Redheart stumbled back in shock. "You aren't hurt?"

"I feel fine."

"I don't believe this. It's a miracle, by Celestia!" Nurse Tenderheart gasped, "I've never seen such a thing!"

Hearing the commotion, Dizzy Twist shouldered open the door of the infirmary. Her eyes were puffy from crying. Upon seeing her friend, alive and unharmed, she let out a squeal of delight. "Pinwheel! You're okay! I can't believe it!" Dizzy gasped, fresh tears of happiness spilling out her eyes, "They said you were dead!"

Shakily, Pinwheel climbed out of the bed. She and Dizzy nuzzled. "I thought I was dead too, but I guess not." The two ponies laughed, "It really is a miracle."

"I know one thing." Dizzy giggled, "I'm never taking *you* flying again. Don't you ever scare me like that!"

"I won't. I promise."

Chapter 2

Taking a Fall

Pinwheel chewed meditatively on her alfalfa sandwich, taking long thoughtful bites and ruminating slowly. Dizzy Twist sat across from her, enjoying a small bowl of strawberries. This afternoon, they ate together at an outdoor café. Overhead, the sky was cloudless. Pegasi whizzed by, zooming over the streets with mail bags or packages in hoof. Slowly, Pinwheel turned to look up at the sky. She'd fallen to her death just outside of Ponyville. Earlier in the week, she'd strolled by just to make sure it had really happened. There were still blood stains on the grass.

"Dizzy..." Pinwheel began uncertainly. Dizzy looked up from her strawberries, red gunk coloring her muzzle. She swallowed, "Dizzy, can I talk to you about something?"

"Sure, Pinwheel." Dizzy answered with a smile. Suddenly, her grin faded, "Wait, is this about the accident?"

Pinwheel ducked her head, hiding behind her blonde forelock. "...Sort of."

"I'm really sorry, you know. *Really really really* sorry. You could've been killed and...you know, you're my best friend. I'd hate myself forever if I killed you, even if it was an accident." Dizzy replied mournfully, looking down into her strawberries, "I...I was so scared when it happened, I just didn't know what to do. All I wanted was for you to experience flying. It's the best feeling in the world! I just wanted to share it with my best friend..."

Pinwheel smiled gently. "I know, Dizzy. I don't blame you. And I turned out fine in the end, so there's no need to worry about it." She answered. Dizzy smiled brilliantly. Berry juice colored her teeth, "It's just...there's something else that's been bugging me."

"What's wrong, Pin?" Dizzy asked curiously, leaning forward over the table.

"When I was...unconscious..." Pinwheel didn't want to say 'dead', "I had a weird...dream."

"What kind of dream?"

"I met two other ponies – a unicorn and a pegasus. We were in this big, black...room, like a cavern, only you couldn't see anything. It was just all dark. And we met Death. He was this tall, bony colt in a long, black robe..."

Dizzy frowned deeply. "That sounds like a really scary dream, Pinwheel."

"It was!" Pinwheel exclaimed, "It was scary. Death was so tall...taller than anypony I've ever seen. And he was just bones, no skin or anything..."

"C'mon, Pinwheel, you know I hate scary stuff." Dizzy yelped, "I don't want to hear it. It'll give me nightmares."

Pinwheel sighed, taking another bite of her sandwich. "It was just a dream, I guess." She sighed, swallowing, "But it's been on my mind since the accident."

"Well...everyone thought you were dead. Maybe that's why you dreamed you met Death." Dizzy offered tentatively. Reaching into the bowl with her snout, she clenched a delicate strawberry between her teeth. Gently, she set it down on Pinwheel's plate, "But you shouldn't let scary dreams bother you. You're alive and well now. That's all that matters."

Pinwheel picked up the strawberry with her teeth and chewed it. The fruit was sweet and cool on her tongue. "I guess you're right." Smiling, Dizzy lifted a hoof in the air and beckoned over the waiter. Splitting the check in half, they both paid their bits and left. Dizzy hummed happily as the two of them strolled away from the café.

"Rainbow Dash must have cleared out the clouds early today. It's beautiful!" Dizzy exclaimed, tilting her head back and letting the sunshine wash over her. Pinwheel nodded, smiling, but inside, she couldn't stop thinking about her experience. The whole thing seemed so strange and dream like. Pinwheel doubted it was even real. Perhaps she just got lucky. The doctors could have made a mistake. That seemed more likely than a real encounter with Death himself. Perhaps some unfortunate pony came in with severely broken bones and the doctors simply switched the X-rays by accident. Slip ups like that happened all the time.

Still, the dream lingered. Pinwheel could picture Philomel and Thunderhead so clearly. They didn't seem like vague dream ponies. She knew the exact shade of Thunderhead's coat. She could see the delicate curl of Philomel's mane. Perhaps they weren't dreams, but memories of some ponies she'd known long ago. But even clearer than Philomel or Thunderhead was the memory of Death. A skeletal pony in a cloak made of shadows. The image sent a chill running down Pinwheel's spine. Death was scary even to think about.

"Hey, are you daydreaming?" Dizzy demanded. Pinwheel started, flushing with embarrassment, "I asked you a question!"

"Sorry." Pinwheel mumbled, "I didn't catch it."

Dizzy pouted. "I said, is there anything you want to do today? I was thinking maybe we could go to Sugarcube Corner for dessert. I hear they have these great new cookies..."

Pinwheel glanced sheepishly down at her feet. "Actually, Dizzy, if you don't mind, I was thinking about going home. I'm still not feeling well."

Dizzy frowned. "I'm sorry. Is there anything I can do?"

Pinwheel shook her head. "Not this time, Dizzy. But thanks. You go on without me." Smiling, Pinwheel nodded to her friend, "Come by later and tell me how those cookies turned out, okay?"

Still frowning, Dizzy nodded. "All right...if you say so." With a sigh, she spread her wings and lifted lightly off the ground. Flying just ten or so feet above the earth, she fluttered away toward Sugarcube Corner. Pinwheel smiled after her. Slowly, Pinwheel turned and began walking home.

Pinwheel lived alone in a little cottage near Sweet Apple Acres. It was a modest place, light blue with white wedding cake trim and a well-swept front porch. There was nothing particularly remarkable about it, save for the hundreds of colorful pinwheels planted in the front yard. They stuck up from the dirt like rare, exotic flowers. Whenever a breeze kicked up, Pinwheel's yard was filled with the plastic rattle of spinning pinwheel leaves. It was a happy sound. Whenever one of the pinwheels lost its leaves or came undone, Pinwheel always replaced it with a fresh one. A gentle breeze

rustled through the trees as Pinwheel approached her house. The pinwheels in the yard turned merrily.

"Home sweet home." Pinwheel sighed to herself, nudging open the cottage door. She turned the lock closed behind her. There were a few things she hadn't mentioned to Dizzy. One was the persistent feeling of being watched. Pinwheel couldn't explain it. Since her miraculous revival (Nurse Redheart was apparently writing experts in Manehattan about it), Pinwheel felt as though she was being followed. Even when alone in her house with all the shutters closed, she felt like someone was peering at her secretly. It began to feel as though her cottage was haunted. There was a cold spot in every room. Light bulbs blew out without warning. Wind rattled the shutters, even on nights when the air was still. Pinwheel's only comfort was her garden full of plastic, spinning pinwheels. A part of her wanted to tell Dizzy, but this sort of thing would only upset her. So Pinwheel endured in silence.

Maybe a ghost had followed her home from that dark crossroads encounter with Death. Pinwheel didn't like to think about it.

Inside, the house was quiet. Pinwheel checked every room. All her things were in place. The painted landscape above the fireplace was slightly crooked, but that was nothing supernatural. Pinwheel let out a long sigh of relief. She preferred to think of her encounter with Death as just a very vivid dream. Really, she was probably just scaring herself with all these thoughts of afterlives and hauntings. Dizzy was right. The best thing to do would just be to forget about it. Still, even with her resolution in mind, the image of Death haunted Pinwheel. There was no way to exorcise him.

An empty notebook sat on Pinwheel's bookcase. After checking the rooms, Pinwheel pulled the notebook off the shelf. The blank, crisp pages called out for words. Rooting through the kitchen drawers, Pinwheel found a stubby pencil. Opening the notebook to the first page, Pinwheel gazed down at the wide ruled paper. Dizzy didn't want to hear about the encounter. That was fine. Still, Pinwheel felt the need to tell *someone*. Since no one was willing to listen, she'd fill the notebook with her story.

Slowly, Pinwheel spelled out the words, gripping the pencil tightly in her teeth. *'I woke up, alone, in a place with no light.'*

Pinwheel nudged open the door to the Ponyville Library. "Hello? Anyone home?" The books sat quietly on their shelves. No one stirred in the loft. Frowning, Pinwheel stepped into the room. The Ponyville Library was built inside of a magically hollowed out tree. Recently, a brainy purple unicorn had taken up residence in the tree house. Sighing, Pinwheel nudged open her saddlebags and pulled out the spiral notebook. Gently, she set it down on the table and waited. The door was unlocked, so Twilight Sparkle was definitely home. Even ponies locked their doors when they went out. After all, for some ponies, burglary was their special talent.

All of a sudden, something stirred in the loft. Pinwheel looked up. A scaly purple body, accented with green, emerged from under the covers of the bed. "...Hello?" Pinwheel called. The purple and green creature let out a yelp of surprise and tumbled backward. Tentatively, it peered down at her over the edge of the loft. The distinctive slit eyes and spikes were unmistakable. Pinwheel was looking at a baby dragon.

"Oh...uh...hey." The dragon said sleepily in a youthful male voice. Pinwheel frowned curiously, "I was just taking a nap. Twilight said we wouldn't have any visitors this afternoon." Rubbing his big green eyes, the dragon climbed down from the loft, "You one of Twilight's friends?"

"Uh, no. I just came to get some advice." Pinwheel smiled sheepishly, "You see, I wrote a story and I wanted to get someone's opinion. Librarians read lots of books, so I thought...you know...maybe she'd like to read my writing. Tell me if it's any good."

"Oh, well...Twilight's not really a librarian." The little dragon answered, "She's here for research. But she does read a lot of books."

Pinwheel's smile broadened. "That's all right." She blinked down at the small purple dragon, "Say, uh, what's a dragon like you doing in Ponyville anyway?"

"I'm with Twilight. My name's Spike." The little dragon answered, holding out a claw. Pinwheel shook his claw as best she could with her hoof, "I'll let Twilight know you stopped by."

"Thanks. You're quite the assistant, aren't you?"

Spike puffed out his chest in pride. "I sure am!" He turned toward the notebook on the table, "So, uh, what kind of story is it, anyway?"

"A...a horror story, I guess." Pinwheel answered shyly, ducking her head. Spike frowned at the notebook, flipping through the pages with his claw.

"Twilight doesn't really read those types of stories. But I'll show it to her anyway."

Pinwheel nodded. "I appreciate it. Oh! While I'm here..." Frowning, she glanced toward the shelves, "Do you have any books on myths and legends?"

"Boy, do we. What kinds of myths are you looking for?"

Pinwheel struggled for the right words. Finally, she said, "I really want to know what happens after a pony dies."

Spike frowned. "Well...that makes sense, I guess. You said you were a horror writer." With that, he turned towards the shelves. Slowly, one by one, the little dragon looked through the rows, "Ah, here's something." He pulled a black leather book from the middle shelf. A grinning horse skull graced the cover. Flipping the book open, he frowned studiously at the title page, "Spirits, Spooks, and Pony Haunts. Will this work?"

"Yeah, that'll work." Pinwheel nudged open her saddlebags. Spike dropped the book inside. Smiling, she nodded to the little dragon, "Thanks so much for your help!"

"Hey, no problem. Just, you know, bring that book back before Twilight needs it." He joked. Pinwheel giggled quietly. With a nod, she turned and walked out of the library. Outside, the sky glowed orange. Hints of dark blue crept up from the east. If Pinwheel squinted, she could just make out the faint, early evening stars. Walking a bit, she found a quiet bench under a streetlamp. Digging into her saddlebags, she pulled out the book. The leather binding was cool and fragrant against her nose. She nudged the book open and scanned the table of contents. *Pony Reaper...Pony Death...where is it?* A sudden chilly wind rustled the pages. When the breeze settled down, Pinwheel found herself staring at a grim illustration.

There, in a full color half-page graphic, was Death. He was a tall colt, just like Pinwheel remembered. He draped his bony form in a long, inky-black cloak. In his yellowed teeth, he gripped the classic scythe. The handle of the instrument was black, twisted, and thorny like the branch of some long dead tree. The blade curved cruelly like a crescent moon, blood dripping off the razor sharp tip. Death stood facing the reader, his eye sockets huge and empty. Pinwheel felt another chill looking at the image. Her blood went to ice. She'd recognize Death anywhere. The illustration was impossibly accurate. She was only thankful he hadn't pulled out that scythe when she met him.

Covering the illustration with her hoof, Pinwheel looked down at the text below it. *'DEATH. Pony scholars have debated endlessly over the existence of this pony. Is he real? Or is he just a myth? According to legend, when a pony dies, this callous spirit appears to drag his or her soul into the Afterlife. If a spirit does not come willingly, Death will reap him or her by force. Nothing is known about this spirit's personality or traits. The writer advises caution, but by the time you meet this spirit, it may be too late.'* Pinwheel grimaced at the text, shivering a little. She could almost hear the author's sadistic laughter.

With a firm hoof, she closed the book. Who wrote this stuff, anyway? Picking it up in her teeth, she dropped it back in the saddle bag. It was just a dream, anyway. Huffing, Pinwheel hopped off the bench.

Back at home, a cool night breeze stirred the pinwheel garden. Pinwheel watched from the corner of her yard. One of the shutters flew open suddenly, making her jump. For half a second, she saw the vague silhouette of a pony in the window. Taking a deep breath, Pinwheel steeled her nerves and charged up to the porch. Kicking aside the door, she strode boldly into her home. "I'm getting sick of this!" She yelled into the dark, empty foyer, "If you're a ghost or some kind of spirit, I want you gone!"

That dark place, that crossroads between life and death, had to be teeming with spirits. Maybe they waited there, scheming for the day when they could hitch a ride back to the living world. Although the night air was warm, Pinwheel felt a chill – as though someone were breathing on the back of her neck. Tensing, she whirled around. Nothing. The stars glittered through the branches of the nearby apple trees. Pinwheel tried desperately to relax.

But when the breeze blew through her open doorway, it sounded like pained sigh.

"Just...GO AWAY!" Pinwheel turned again, shouting into the foyer. Everything was still for a moment. What did she look like right now, standing in her doorway and shouting at nothing? Pinwheel's face felt hot. She tried to think. Had she really died? Was something really happening in her house? Was it just her overactive imagination? No matter how she twisted it, she couldn't come up with an answer. Nurse Redheart said that Pinwheel made a miraculous recovery. She wouldn't be writing to those experts in Manehattan if it wasn't something incredible. Maybe, for a short moment, she really had died. There had to be some proof that her experience with Death was real, though, and not some delusion.

All of a sudden, Pinwheel noticed a newspaper lying at her feet. Bending down, she picked it up with her teeth. Biting the newspaper, Pinwheel walked inside and laid the publication down on the kitchen table. A pegasus came by every day to drop off a copy of the Canterlot Times. Rifling through the pages, Pinwheel came to the obituaries.

There they were. Their photos were grayscale and grainy, but Pinwheel couldn't forget those faces. Philomel's obituary told of her tragic death by trampling, as well as her passion for the violin. Thunderhead's was an ode to a simple, hard working pegasus who met an early end. Pinwheel could see them both clearly in her mind. Those two ponies weren't figments of her imagination at all – they were real. The grainy photos captured Philomel's shy, big-eyed gaze and Thunderhead's friendly, honest smile. Pinwheel turned the page on them.

Looking at the obituaries made Pinwheel feel sick to her stomach. Why did she get to live? Her pinwheels were nothing next to Philomel's beautiful music or Thunderhead's brute strength. *They* were the ones who deserved a second chance, not her. Pinwheel's face grew hot with shame. Was this why Death chose to spare her? To torture her with the knowledge that worthier ponies were dead? A tear dropped on the newspaper. Death made a mistake – that was the only answer.

Out back behind Pinwheel's house, there was a small, rocky embankment. Pinwheel always had to avoid it when walking around in her yard – one wrong step and you could take a nasty tumble. Taking a deep breath,

Pinwheel stepped outside and made for the backyard. Most ponies would just accept their good fortune and be done with it. Not Pinwheel, though. The unanswered questions just tortured her more.

Teeth gritted, Pinwheel came to the embankment. Sharp rocks and dirt awaited her over the outcropping. With a deep breath, she ducked her head and plunged.

Chapter 3

Making Plans

Pinwheel coughed up dirt. She hacked and choked, eyes watering. For a moment, she couldn't tell where she was. Had the plan worked? Blinking a few times, Pinwheel's vision came into focus. Her glasses were badly cracked with fractures spider-webbing all across the lenses. Her mouth tasted like soil and there was a bitterly painful crick in her neck. "It didn't work..." Pinwheel sighed. She couldn't see much out of her broken lenses. Everything was dark, but that could be just because it was night time. Really, if the plan didn't work, it was probably for the best. It was a stupid idea anyway. What pony would purposefully try to die?

Then, suddenly, her glasses began to mend themselves. Pinwheel's heart started. Her aches vanished. Once her glasses were fixed, she took in her surroundings. Infinite blackness, just like last time. "Oh, Celestia..." Pinwheel breathed, "It did work..." Here she was. She was dead again. The tumble off the embankment had killed her. Pinwheel swallowed hard. *Stupid!* She thought. There was absolutely no guarantee that Death would give her a third chance. In fact, odds were that he wouldn't give her chance at all. She was dead. For real this time. All because of her stupid curiosity. Still, at the same time, Pinwheel couldn't help but feel a little happy. Her experience last time wasn't a dream. She'd really won a second chance from Death! A little tremble of pride stirred in Pinwheel's heart. Not many ponies could say they cheated Death. It was a shame she never got a chance to brag about it.

"Death?" Pinwheel called into the darkness, trotting forward, "Death! I want to talk to you!" *Stupid, stupid, stupid.* She scolded herself, *Death will laugh you out of the Afterlife for pulling such a dumb stunt.* Still, Pinwheel's feeling of pride outweighed her shame. She bested Death once. Maybe with some luck, she'd best him again.

All of a sudden, Pinwheel caught the sound of galloping hooves. A screaming unicorn erupted from the shadows, her mane and tail aflame. She zoomed past Pinwheel, racing on into the blackness until she was nothing but a glowing spot. Pinwheel stood rooted to the spot. She

swallowed hard. Before Pinwheel could even process the sight of the unicorn, ten more burning ponies exploded out of nowhere, screaming in agony and flailing like dying birds. Pinwheel gasped. A red pegasus, his body wreathed in green fire, collapsed next to Pinwheel. Horrible burns covered his body. The fire ate away at his fur and mane. His skin blistered in the heat. The pegasus struggled helplessly against the inferno, rolling back and forth on the floor as Pinwheel watched. Shock froze her place. She could barely lift a hoof to aid the burning colt.

"Oh Celestia. Oh Celestia!" Pinwheel gasped. The pegasus finally managed to extinguish the blaze. He lay prone before Pinwheel, eyes rolling in his head. Blood ooze from his burns. Pinwheel couldn't look. But just as she turned away, more burning ponies appeared. They all dashed off in different directions, but not before filling Pinwheel's ears with their dying screams. Pinwheel dropped to the ground, covering her head with her hooves. Shrieks swam in Pinwheel's head as the burning ponies stampeded past. Burning hair mixed with the tangy reek of blood. Overwhelmed, Pinwheel began to sob.

Then, just as quickly as they'd appeared, the burning ponies were gone. Silence once again dominated the realm. Sniffing, Pinwheel lifted her head. The red pegasus was gone, leaving only a few crimson feathers and a puddle of blood. There, before her, stood Death. In his teeth he gripped the scythe Pinwheel had seen in the illustration, long and thorny like the branch of a gnarled old tree. His shadowy cloak shifted around him as he turned to face Pinwheel. He let out a long sigh, like a frigid burst of winter wind. "*YOU AGAIN.*" Trembling, Pinwheel rose to her feet. Death dropped his scythe. It vanished into nothingness just before it hit the ground.

"What..." Pinwheel gasped, hot tears still trailing down her face, "...was that?"

"*THAT?*" Death asked, looking around.

"Those ponies...they were on fire. They were burning up." Pinwheel squeaked. Her knees felt weak. She wanted to collapse again, but she wouldn't look weak in front of Death. In order to best him a second time, she had to be strong.

"*THEY BURNED TO DEATH. A DRAGON WOKE UP NEAR SALT LICK CITY. THE FIRES CLAIMED ELEVEN PONIES.*" Death answered.

"And you just reaped them? Just like that?"

"*IT IS MY JOB.*" Death answered. Pinwheel could barely stand his voice. It was both an intimate whisper and an unbearable boom, "*YOU WERE LUCKY I OFFERED YOU A SECOND CHANCE. FEW PONIES GET THAT.*"

Pinwheel sniffled, taking deep breaths. The tears were still wet on her cheeks. Puffing her chest, she looked Death defiantly in the face. "Why didn't you reap me just then?"

Death tilted back his head. Under his cloak, his bones were yellow and ancient, yet seemed to glow with a mysterious light all their own. "*WHY ARE YOU BACK?*"

"I had to know if what I experienced was real." Pinwheel answered forcefully. All her muscles were tensed, "So I decided to come back and see."

"*FOALISH.*" Death boomed. Pinwheel shrank back at the sound of his voice. Every time he spoke, Pinwheel felt herself pushed by an invisible wind. Her heart pounded rapidly. She knew her plan was foolish, but hearing the word from Death himself was a blow to her ego. In her heart, maybe she'd hoped he'd call her brave or strong for daring to face him again. That's what you called a pony who repeatedly risked death – 'brave'. But no, even Death thought she was stupid. Pinwheel's face grew hot with shame.

"I...I know..." Pinwheel gulped, "I just...had to."

"*AND NOW YOU ARE DEAD. I CANNOT GIVE YOU ANY MORE CHANCES.*" With a wave of his neck, Death conjured up his scythe. The wicked weapon gleamed hungrily. Pinwheel saw her face reflected perfectly on the smooth, silver blade, "*YOU HAVE FAILED, PINWHEEL.*"

"NO! No!" Pinwheel yelped, stumbling back away from the scythe, "I know what I did was stupid, but...but I was only curious! I just needed to know it was real! Please! Can't you let me go?"

Death let out series of short, wheezy sighs. It took Pinwheel a moment to realize he was laughing. Her face grew hotter. Death was laughing at her.

"*YOU PONIES HAVE A SAYING. WHAT IS IT? CURIOSITY KILLED THE CAT.*" Death rattled, "*OR, IN THIS CASE, THE PONY.*"

"But...but satisfaction brought it back." Pinwheel grinned maniacally, "And I'm satisfied now, so you should revive me!"

"*AND HERE I THOUGHT YOU WERE CLEVER. WHAT A SHAME.*" Death sighed. He lifted his scythe in his teeth, preparing to swing. Pinwheel stumbled back onto her rump, throwing her front hooves up in front of her face for protection.

"Please!" Pinwheel squealed. Her shrillness had an effect, for Death lowered the scythe. Pinwheel peeked over her hooves, peering curiously at the tall, ghostly colt, "W-why did you stop?"

"*A PONY WHO PURPOSEFULLY KILLS HERSELF IN ORDER TO MEET DEATH.*" He chuckled deeply, "*YOU ARE EITHER IDIOTIC OR SUICIDAL. PERHAPS BOTH. I MUST ADMIT, I'VE NEVER MET A PONY WHO PURPOSEFULLY KILLED HERSELF AGAIN SO SOON AFTER RECEIVING A SECOND CHANCE FROM ME.*"

"Well...I guess 'suicidal idiot' is better than 'pinwheel maker' at any rate." Pinwheel sighed. Laughter was good. If he was laughing, he wasn't swinging the scythe.

"*YOU ARE A STRANGE PONY.*"

Pinwheel let out a sigh of relief. There was an uncomfortable pressure in her chest. "So...you'll let me go back?"

"NO."

Pinwheel deflated. "Can't we cut some kind of deal?"

Death cocked his head. "*AND WHAT WOULD YOU HAVE TO OFFER ME?*"

Pinwheel scrambled for an idea. "Have...have you ever been to the mortal realm?"

"*OF COURSE I HAVE.*"

Pinwheel shrank back down. "Well...that kills *that* idea, anyway."

Death hummed thoughtfully. "*CONTINUE. LET ME HEAR THIS PROPOSITION ANYWAY.*"

Perking back up, Pinwheel grinned a little too widely. "Okay, so...maybe I could give you a little tour of the mortal world. You know, introduce you to some people! It must get pretty lonely down here in this...place. This realm. And you told me before that you liked color. There's plenty of color in the mortal world. And I could give you a pinwheel to carry back here, so it's not so gloomy and lonely. Wouldn't that be fun?" Pinwheel found herself babbling. Sweat prickled on the back of her neck. *What a stupid offer*, she thought to herself. There was no way Death would accept such an exchange. If a pony's life was worth a pleasant day on the town, murderers could get out of jail by taking the warden to lunch. Death knew exactly how much a pony's life was worth. He couldn't be cheated. Pinwheel braced for the cold steel of the scythe blade. She was as good as doomed. There was no way this would work. No way.

Death was silent for a long time after hearing her offer. He tilted his head back and forth in thought. Finally, he spoke. "*OFFER ACCEPTED.*" Pinwheel blinked stupidly at the reaper.

"W-what...?" She mumbled, too shocked to speak.

"*YOU ARE AN IDIOT, NO DOUBT ABOUT THAT. BUT...I HAVEN'T SPENT A DAY ON THE MORTAL PLAIN IN SOME TIME. VERY WELL, MISS PINWHEEL. AT MIDNIGHT TOMORROW, I WILL COME TO YOU. YOU WILL ESCORT ME AROUND PONYVILLE FOR A FULL TWENTY FOUR HOURS. IF MY TIME IS SATISFACTORY, I WILL ALLOW YOU TO STAY IN THE MORTAL REALM. HOWEVER, IF I DO NOT ENJOY MYSELF...YOU ARE COMING BACK HERE WITH ME.*"

"I can't...I can't believe it." Pinwheel breathed. Her heart fluttered in her ribs. She couldn't tell if she was afraid or elated.

Death chuckled again. "*I'M LOOKING FORWARD TO OUR DATE, PINWHEEL.*"

Pinwheel woke up at the bottom of the embankment. Her face was planted firmly in the dirt with her hind legs in the air over her. Pain radiated through her body, but she was alive. With a grunt, she pushed herself over and fell flat on her back. Stars glittered through the treetops overhead. Head still reeling, Pinwheel tried to make sense of what had just happened. A faint orange glow colored the bottom of the sky. She'd been dead for a few hours now – it was almost dawn.

Flipping herself over, Pinwheel got to her feet and climbed back up the embankment to the house. She felt as though her head was clouded with static. On some crazed impulse, she killed herself. Not because she was sad, not because she didn't feel like living anymore, but because she wanted to meet Death. This was the second time in a week Death brought her back to life. Pinwheel tried to swallow the idea. This week only, she'd died twice. And she'd risen from the dead...twice.

Pinwheel couldn't believe her luck.

Inside, she fixed herself a cup of tea and watched the sun rise behind her lacy white kitchen curtains. The static in her head lifted after a few minutes, but it was still hard to contemplate her experience. "Okay...Pinwheel..." She said in the silence of her kitchen, "Don't mess this up. You got a second –no, third—chance. Don't do anything stupid. Don't do anything impulsive." That was what her 'suicide' had been, a strange impulse. She had to know if her experience was real. It was. The danger of the situation wasn't lost on her, though. Death made it clear – this was the final strike. She had to show him a good time or she was dead for real.

A shrill note of panic sounded in Pinwheel's mind. She had a date with Death in less than a day. In her haste to get to the front door, Pinwheel knocked over both her chair and her teacup. The cup shattered on the tile floor, but Pinwheel didn't have time to pick it up. A few miles off in Ponyville square, Pinwheel could hear the clock striking 7 AM. Eighteen hours. She had eighteen hours to plan the most mind blowingly fun date imaginable – a date awesome enough to impress even Death.

Pinwheel made a frantic dash for Ponyville square. The citizens of the sleepy town were just beginning to wake up. Sleepy eyed ponies blinked at her as she rushed by, indifferently sipping their morning coffee. Pinwheel looked around desperately, then made a beeline for Dizzy Twist's house.

Dizzy lived near the square, renting an apartment over Mr. Breezy's fan shop. Tripping up the stairs, Pinwheel started pounding on Dizzy's door. A red-eyed Dizzy answered. Her bubblegum pink hairdo was a tangled mess. She shuffled to the door in slippers and a bathrobe. Pinwheel lunged at her, gripping her face between her hooves.

"DIZZY! WHAT IS THE COOLEST THING IN PONYVILLE?" Pinwheel nearly screamed at her friend.

Dizzy squinted at Pinwheel, mouth hanging open. "What...Pinwheel?"

"Come on, Dizzy! This is a life or death situation!" Pinwheel demanded, pushing past Dizzy and entering the apartment. Dizzy lived in utter chaos. Cake crumbs and half finished cookies littered the floor. Copies of the Canterlot Times were strewn by the door. Pots and pans crowded Dizzy's small kitchen sink. Dizzy blinked at her yelling friend, too sleepy to make sense of what Pinwheel was saying.

"Hold...hold up." Dizzy grumbled, rubbing one eye with her hoof, "I don't get it. Is this like...a joke or something?"

"You aren't even awake! Get some coffee!" Pinwheel barked.

"Geez, bossy, no need to yell." Dizzy mumbled, shuffling into the kitchen. Pinwheel stood in the kitchen doorway, watching intently as Dizzy set the coffee tin on the stove. Still blinking groggily, Dizzy looked over her shoulder at Pinwheel, "What's going on now...?"

"I have exactly eighteen hours to plan the most amazing date in the history of Equestria. I need your help. It's important. It's extremely important. It's the most important thing I've ever done." Pinwheel demanded urgently, "We don't have time to waste."

"Wha...? A date...?" Dizzy murmured, "I didn't know you had a coltfriend..."

"I don't."

"Then...wait...I'm still confused." Dizzy mumbled.

"You don't have to understand. You just have to help." Pinwheel answered, "Quick. Don't think, just answer. What is the coolest thing to do in Ponyville?"

"Gosh, Pin. I dunno. I mean, there's the library. And Sugarcube Corner. Those are fun. And I hear the Apple family's giving hayrides on their farm." Dizzy listed. Taking the coffee tin in her teeth, she poured herself a cup, "Ponyville isn't exactly a... 'cool' place. It's nice, but not super-cool-exciting."

"I *need* to find something super-cool-exciting, though!" Pinwheel angrily stomped her hooves. Dizzy raised an eyebrow.

"Seriously, Pin. What's going on?" Dizzy asked sincerely, frowning at Pinwheel. Pinwheel took a deep breath.

"You wouldn't believe me if I told you." She sighed, "Let's just say... I did something really stupid and now I owe a colt a date. If I don't show him a good time, something bad might happen."

Dizzy's frown deepened. "What do you mean, something bad might happen? Who is this colt? Is he some kind of criminal? Did you get mixed up with a gang, Pin?"

"No, nothing like that! It's... a weird circumstance. You just have to work with me, Dizzy. You've dated colts before. Where did you go?" Pinwheel begged, looking at her friend with pleading blue eyes. Dizzy let out a sigh.

"Okay. I'll do my best. But you owe me a big explanation." Dizzy picked up her cup of coffee and walked into the small living room. Setting the cup down on the coffee table, she climbed up on the sofa and gestured for Pinwheel to sit next to her. Pinwheel did.

"Thank you so much, Dizzy."

"Don't mention it. Now be straight with me – what kind of date is this? Is it supposed to be romantic?"

Pinwheel blanched. "Celestia, no."

"Okay, that makes it easier, I guess. Back when I was dating Green Gem, we used to go diving through clouds. We'd fall as close to the ground as we

could before we opened our wings. That was pretty exciting." Dizzy reminisced. Pinwheel gawked at her. Dizzy turned faintly pink, ducking her head, "But, uh, considering what happened, that's probably not so good for you. Is he an earth pony or a pegasus pony?"

"I don't know."

Dizzy frowned. "Is this a blind date?"

"Maybe."

"Maybe you shouldn't go for a super-duper exciting date, then. Sometimes low-key dates can be fun too..." Dizzy suggested. Pinwheel just frowned.

"I don't know what he's like or what he wants. All I know is he likes colors. I just figured I'd plan something really exciting. That way, he'll have fun and I don't have to work so hard..." Pinwheel grumbled, covering her face with her hoof, "It's all just a big mess, Dizzy."

"Everyone has a different idea of fun, Pin. If you really don't know anything about this guy, planning something really high energy might be a risk. Some people don't like that stuff." Dizzy continued, scratching her chin with her hoof, "You said he likes...colors? That's really vague."

Pinwheel wracked her brain for more information. "He's...uh...really spooky. The creepy type, you know? And...uh...he's really devoted to his job. And..."

Dizzy's face scrunched up in thought. All of a sudden, her eyes opened wide. "I have an idea!" She chirruped. Pinwheel gasped, "Okay...so...this might be a little dangerous, but it might pay off. I was flying over the Everfree Forest the other day and I saw these cool ruins. It was this big, dilapidated castle with like, vines and stuff growing all over it. You could take your date and explore the old ruins. That's exciting, right? And you said he's the spooky type. I'm sure he loves abandoned, creepy places like that. You'll have to watch out for all the nasty junk that lives in the forest, but it would make an unforgettable date."

Pinwheel squeezed her friend's hooves in hers. "Dizzy, you are a genius! That sounds perfect!" She squealed excitedly, "How long do you think it'll take to explore the ruins?"

"Oh, all day. Easy. They were huge." Dizzy reassured. Pinwheel bit her lip to hold in her squeals.

"That is *perfect!* I owe you my life, Dizzy. Honestly!"

"Well...I almost killed you, so I'd say we're even. But I really want to know what's up with this mysterious date of yours." Dizzy prodded, "But...it can wait, I guess."

"You are a life saver." Pinwheel planted a peck on her friend's cheek. Dizzy blushed thoroughly. With that, she dismounted the couch and nodded toward the door.

"I'll show you where the ruins are, then. Let's go. Like you said, we've only got eighteen hours!"

Chapter 4

First Date

Pinwheel laid her supplies out on the kitchen table. She ran down her mental checklist. Dizzy had drawn her a map to the castle ruins. Along with the map, she had a flashlight, a canteen of water, and a handful of cookies. Did Death like cookies? Did he even need to eat? Shaking her head, Pinwheel returned to the task at hand. There were too many uncertainties when dealing with Death – it was best to just cover all contingencies. Trotting over at the counter, Pinwheel pulled a knife from the chopping block and added it to her pile of supplies. There was a reason everypony avoided the Everfree Forest. Monsters ran free and wild in the darkened underbrush. While no monster in its right mind would attack Death, Pinwheel would look like an easy meal. Taking a deep breath, Pinwheel glanced up at the clock over the door. 11:45 in the evening. Death would arrive in just fifteen minutes.

With a great sweep of her hoof, Pinwheel pushed all the supplies into her saddlebags. The knife poked through the fabric, cutting a small hole in the bottom of the bag. Sighing, Pinwheel pulled it out and left it on the table. She couldn't risk it cutting her bags open. There was no guarantee that Death would defend her against a monster attack, though. If it came to that, she'd just have to run. Pinwheel snorted. Knowing Death, he'd probably laugh his head off if a monster attacked her.

Slipping the saddlebag over her head, Pinwheel stepped out of the kitchen and made her way outside. Thick grey clouds obscured the stars. Pinwheel could just make out the hazy, blue-white halo of the moon. She ambled down the path through her pinwheel garden and stood in the wide dirt road. Her heart hammered in her chest. Questions buzzed through her head like angry horseflies. Just what kind of pony was Death? What did he like? How was she supposed to show him a good time if she didn't know what he liked?

An abrupt crack of thunder rumbled through the landscape. Pinwheel looked up at the sky. A bolt of blue lightning arced across the sky. All of a sudden, a dark hole opened in the clouds. A frigid blast of wintry air

punished the hillside. Glittering frost formed on the trees and the pinwheels in the yard. Evil tendrils of darkness crept from the sky-hole, splaying out like the tentacles of some horrible cloud kraken. Pinwheel's blood went to ice in her veins. She couldn't look away. Out of the sky-gate dropped Death, flying on massive white bone wings held together with shadowy, shifting membrane. His cloak billowed around him, vanishing like steam as he circled down from the heavens. As he approached the earth, the dark sky-gate sealed shut behind him. His cloak vanished, revealing his grotesque skeleton form. Shreds of flesh quivered on his body, stretched tight on his ancient yellow bones. The flesh knit itself into life over his naked bones, forming muscles and fat right before Pinwheel's eyes. By the time he touched down, he had a whole fleshy body covered in soft grey hair. On his flank, Pinwheel could make out the shape of a scythe cutie mark. The giant wings vanished into thin air, leaving only the five foot tall grey pony. Pinwheel gaped at him as he walked forward. He looked exactly like a regular pony, except...

Well, he had no face. He didn't even have eyeballs. A yellow horse skull sat atop his furry neck, grinning down at Pinwheel with exposed teeth. His eye sockets were like yawning, empty caverns. A pair of pointed, furry ears peeked out from over the skull, but Pinwheel couldn't see what they were attached to. His spine, a protruding railroad of bone, stuck out from his back. He had no tail, no mane, just short grey hair and yellow bone. Pinwheel swallowed hard.

"HELLO." Death said. His voice lacked the booming echo it had in the spirit world, but hearing him speak still gave Pinwheel the chills. His voice was solid, coming from a fleshy pony throat, and he spoke with a surprisingly high class Manehattan accent, but Pinwheel still couldn't stand it. He had no lips and his jaw didn't move as he spoke. Whatever words he said, they weren't coming out the way a normal pony's would.

Pinwheel stared at him incredulously, her ears limp. "Look at you." She mumbled, shaking her head slowly.

Death turned his head creakily, looking at his new fleshy body. "WHAT'S WRONG?" He asked as if he genuinely didn't know.

Pinwheel pointed to his head. "You don't even have a face! You don't have lips! How are you talking?" She demanded. Death cocked his head, "I can't take you to Ponyville looking like that! You'd cause a riot!"

"THIS FORM IS FINE."

"Can't you at least make a face for yourself?"

"THIS FORM," Death reiterated, a little more slowly, "IS FINE." Pinwheel felt another sudden chill. She grimaced, looking away.

"Well...maybe I can give you a tour after everyone's gone to bed." Pinwheel sighed deeply, closing her eyes in frustration and covering her face with her hoof, "Honestly. You can make a big dramatic entrance like that but you can't even give yourself a normal-looking face?"

"I COULD DO IT, IF I WANTED." Death answered, "I DON'T WANT TO."

"Fine." Pinwheel dropped her hoof. She stared up at the half bone-half flesh pony. She tried to smile, "I have something cool for us to do. I hope you'll like it. My friend, Dizzy, found these ruins in the Everfree Forest. We're gonna go explore them. How's that?" Pinwheel was more thankful than ever for Dizzy's suggestion. The Everfree Forest was filled with creepy things, not to mention all the ponies avoided it like the plague. If she could keep Death's attention focused on the ruins, maybe she could avoid having to parade him around Ponyville. That skull face would frighten the socks off all the ponies in town. Pinwheel could barely keep her cool standing next to him. His eye sockets were empty, completely empty. She could see the back wall of his skull through the huge openings. It made her feel faintly like vomiting.

Death nodded his head, motioning for her to lead the way. Pinwheel thought she'd feel relieved not having to look at him anymore, but it was even worse with her back to him. She could feel those empty eye sockets burning into her flank. Pinwheel swallowed hard. He was judging her. If this date wasn't fun, he'd drag her bodily into the darkness and send her soul to the Afterlife. Goosebumps prickled on Pinwheel's skin. All she heard was the chilly, out-of-season wind whistling in the trees and the slow clip-clop of Death's white hooves. She couldn't stand the quiet. "So...uh...do I just call you 'Death' or do you have some kind of 'mortal' name?"

"PALE HOOOF." Death answered. Pinwheel stopped in her tracks, looking over her shoulder at the undead pony.

"Pale Hoof?" She echoed. He nodded slowly. His neck creaked like a squeaky coffin door, "Hey...that's kinda cool, actually. Pale Hoof. Is it okay if I call you that?" He nodded a second time. Pinwheel found herself smiling a little in spite of herself.

They took the long road around Ponyville. Pinwheel could see the tops of the buildings looming over the trees, but she didn't comment on them. Peering behind her, she caught Death – Pale Hoof – gazing at the town. Still, she said nothing. If he wanted to go to Ponyville that badly, he could say so himself. There was no way she was taking a faceless undead pony into town with her – he'd have to generate a proper face if he wanted to follow her there.

It was nearly one in the morning when they reached the Everfree Forest. The path between overgrown trees was pitch black. No lanterns lined the inky path. Pinwheel paused uncertainly on the edge of the woods. Everfree was scary enough during the day. When she'd come here with Dizzy earlier in the afternoon, the spooky roars and bellows in the trees nearly made Pinwheel poop herself. In the dark, it was even worse. The growls in the underbrush seemed louder than ever. Pinwheel swore she could see evil red eyes peering at her from the shadows. Swallowing, Pinwheel took her first few tentative steps into the woods. When nothing popped out to eat her, she gained confidence and walked further.

Pale Hoof walked into the forest after her. As soon as he stepped under the trees, a swarm of bats swooped down from the branches and mussed Pinwheel's hair. She squealed, dropping and covering her head. The bats vanished as quickly as they appeared. Pinwheel shivered, shaking her head. "This place is horrible." She said to herself. She turned to face Pale Hoof, "Um...listen. I know I'm in no position to make requests, but, well, there are monsters out here and I'm a little scared. Could you...I mean, would you please just...keep them away? With some death magic or something? I mean, it's not very good if I die in the middle of our date."

Pale Hoof was silent for a few moments. "VERY WELL." He replied. Pinwheel let out a sigh of relief. Arguably, Pale Hoof was worse than any monster. Even so, Pinwheel preferred him to a cockatrice or an ursa. He

was still threatening to kill her, but at least he wouldn't rip her to shreds. Sifting through her saddlebag, she pulled out her flashlight and the map Dizzy drew for her. The ancient castle lay along an abandoned road deep in the woods. A huge, water-filled chasm surrounded it. The only way across was a rickety bridge that may no longer be intact. Dizzy said the castle had to be over a thousand years old.

"Hey...when was the last time you came to the mortal world?" Pinwheel asked, looking over her shoulder as she and Pale Hoof trotted along.

"MANY, MANY YEARS AGO."

"How long?"

"YOUR CELESTIA WAS JUST A FILLY THE LAST TIME I CAME HERE."

"Well, maybe you'll remember this old castle then. It's over a thousand years old, according to my friend. But, then again, I have no idea where she gets her data. She probably made it up."

"YOUR FRIEND DIZZY TWIST. THE ONE WHO KILLED YOU."

"It was an accident. She's just...a little ditzy sometimes is all." Pinwheel defended. Death let out a wheezy chuckle. Pinwheel blushed, "Friends forgive each other. And I don't have a lot of friends, so the ones I do have are important. If I died, she'd blame herself. So that's why I have to make this the best date ever."

"WE'LL SEE." Pale Hoof answered. Pinwheel couldn't help but shiver. Did he really intend to take her soul? Suddenly, she felt stupid. Of course he did. She died twice. A second chance was rare enough, but a third chance was unheard of. The realization struck her like a heavy bag of sand. He was only playing along, only being nice to give her a false sense of hope. No matter how the date turned out, he was going to drag her off. Just those two words confirmed that. Breathing deeply, Pinwheel tried not to let her fear show. She kept walking.

They walked through the forest in silence. They crossed ravines and rivers before finally coming to the rickety bridge. It still stood, though just barely. Silver mist filled the gully below. Stepping carefully, Pinwheel started across the bridge. The boards squeaked beneath her, but held sturdy. Pale

Hoof followed, treading so lightly that his hooves barely seemed to touch the bridge. Before long, they were across.

The ruins were constructed of some kind of ancient blue stone. Broken glass windows lined the destroyed front hall. Its roof had long ago caved in, opening the hidden palace to the sky. Curling vines coiled around the broken columns. "Here we are." Pinwheel said at last.

"I KNOW THIS PLACE." Whispered Pale Hoof. Pinwheel looked at him curiously.

"It was here the last time you came to the mortal realm?"

"YES. THIS USED TO BE THE CASTLE OF YOUR ROYAL PONY SISTERS. I TAKE IT THEY HAVE MOVED SOMEWHERE ELSE. A SHAME. IT WAS A GLORIOUS CASTLE IN ITS TIME." A chilly wind whistled through the ruins as Pale Hoof spoke, "TELL ME, DO THE ELEMENTS OF HARMONY STILL RESIDE HERE?"

Pinwheel blinked stupidly. "Elements of what now?"

"POWERFUL RELICS. CAPABLE OF IMPRISONING A GODDESS." Pale Hoof answered, "IN FACT, THAT IS WHAT THEY WERE USED FOR."

Pinwheel gazed at him thoughtfully. "You mean Princess Luna?"

"YES." Pale Hoof whispered, "TELL ME, IS SHE FREE? IF THE ELEMENTS ARE NO LONGER HERE, IT MEANS SHE HAS ESCAPED."

"I don't know what these Elements of Harmony are, but Princess Luna is free, yeah. A handful of ponies from Ponyville helped soothe her after she got out. I guess she's back in Canterlot now, but no one's really heard from her. Considering what she did, I guess she's just waiting for everyone to cool off before she makes a new appearance." Pinwheel replied, walked toward the ruins. She ascended the steps to the broken front door, "Do you...er, know the Royal Sisters?"

"I HAVE WORKED WITH CELESTIA ON OCCASION."

Pinwheel laughed. "I guess that makes you pretty powerful, then."

"I AM DEATH."

Pinwheel sighed. "Sure."

The ruined castle was silent. Pinwheel's hooves echoed on the marble floors. Bits of rubble and broken glass littered the ground. Pausing, Pinwheel tried to imagine what it looked like in its prime. Arching colonnades, vibrant stained glass windows, floors polished to a mirror-like shine – it probably looked a lot like the current palace in Canterlot. A great stone cylinder stood in the center of the room. Thin lengths of stone extended from the main cylinder, jutting up into the empty air. Pale Hoof sidled past Pinwheel, striding easily over to the large relic. "THE ELEMENTS USED TO SIT HERE. ATOP THESE SKEWERS." He said, gesturing to the thin stone skewers, "HONESTY. KINDNESS. LAUGHTER. LOYALTY. GENEROSITY. AND THE SIXTH ELEMENT."

"I guess they were destroyed when Princess Luna got free." Pinwheel answered.

"NO. I FEEL THEM STILL. POWERFUL RELICS SUCH AS THOSE ARE NOT EASILY BROKEN."

Pinwheel let out a little giggle. "So, if Celestia used the Elements to imprison Luna, does that mean she could imprison you too?"

"I DO NOT KNOW."

"Well...uh...we could go visit the six ponies who freed Luna, if you want to. They all live right there in Ponyville. Maybe they know what happened to the Elements."

Pale Hoof turned slowly to face her. He breathed out, his sigh echoing around the abandoned castle. "LET US MEET THESE PONIES."

Smiling, Pinwheel nodded. Maybe if she discovered the location of the Elements, Death would let her live. The missing elements clearly bothered him, though he did not show it. His skull face was unmoving and expressionless, but Pinwheel heard the subtle ounce of worry in his chilly voice. "We'll head back to Ponyville when everyone's awake. For now, I'd like to have a look around..."

Pale Hoof and Pinwheel returned to Ponyville just as the sun was rising over the rooftops. Somewhere in the distance, a rooster crowed. Pinwheel hesitated on the edge of town, shifting her weight nervously from foot to foot. She glanced over at Pale Hoof. By all accounts, he was a scary pony – no face with yellow bones protruding from his fur. While their few hours together had made Pinwheel a little more comfortable with him, she didn't think she could ever adjust to the sight of his bony skull-face and his half-bone, half-flesh body. The ponies of Ponyville, who'd probably never seen anything like Death in their lives, would probably panic.

"Okay...before we go in Ponyville, I think that maybe we should do something about your face..." Pinwheel began delicately. Pale Hoof's neck creaked as he turned to look at her. Pinwheel shivered.

"MY FACE IS FINE. WE DO NOT HAVE TIME TO WASTE." He answered.

"Your face is fine? You don't even have a face!" Pinwheel complained loudly. Pale Hoof sighed, "You can do magic. You're a god. Why can't you just give yourself a normal face?"

"I CANNOT CHANGE FORMS IN THE MORTAL WORLD. THIS IS MY FLESH FORM. I SHALL STAY THIS WAY UNTIL I DEPART FROM THE MORTAL REALM."

"So...you're stuck like this."

"IN LAYPONY'S TERMS, YES."

"You picked a bad fleshy form, then. Normal ponies have faces."

"I AM NOT A NORMAL PONY."

"No, you aren't." Pinwheel sighed, "Well...if anyone asks, I'll just tell them it's a birth defect. A really horrible birth defect."

"AS YOU WISH."

Pinwheel walked alongside Pale Hoof into the town. Thankfully, the streets were still quietly empty. A few ponies ventured out of their homes to observe the sunrise or pick up their papers. When they saw Pale Hoof

pass, they froze in their tracks, their mouths hanging open and their eyes wide. Pinwheel grimaced with embarrassment. She breathed deeply, praying silently to Celestia that Pale Hoof's odd looks wouldn't cause a scene. "We'd...ah...better go visit Dizzy first. I sort of owe her an explanation. And she might know where the other ponies live..."

Pale Hoof said nothing, merely following along behind her. He was like dark storm cloud drifting in her shadow. Pinwheel made a beeline for Mr. Breezy's fan shop. Dizzy probably wouldn't be awake yet, but speaking to another living pony would help calm Pinwheel down. Mr. Breezy was unlocking the shop door as they passed. The old shopkeeper froze when he saw Death, his mouth open in shock. Pinwheel smiled awkwardly at Breezy. "I'm just coming to visit Dizzy, Mr. Breezy..." She said weakly, lowering her head so her forelock covered her face.

"YOU MIGHT WANT TO WATCH FOR THOSE FAN BLADES, BREEZY." Pale Hoof nodded politely to Mr. Breezy. The shop's front windows frosted over as Pale Hoof passed, then cracked. Mr. Breezy let out a yelp of surprise as the window suddenly fell apart. Grinning nervously, Pinwheel quickly led Pale Hoof up the side staircase to Dizzy's apartment.

Steeling her nerves, Pinwheel knocked on Dizzy's door. Dizzy answered almost immediately, surprisingly awake. She smiled at Pinwheel. "Hey! Pin! Is your date over already? I've been waiting..." Dizzy caught sight of the tall bony pony standing over Pinwheel's shoulder, "...up....all...night..." Her pupils shrank to pinpricks.

Pinwheel grinned awkwardly. "Hey, uh, Dizzy. This is my...date, Pale Hoof. He has a...birth defect."

"HELLO." Pale Hoof added. The light bulb in Dizzy's living room blew out.

Dizzy didn't say anything. She gawked openly at Pale Hoof, unable to move or speak.

"Uh...Dizzy?" Pinwheel poked her friend's shoulder. Dizzy snapped back to life, shaking her head. Even still, she couldn't look away from Pale Hoof.

"S-sorry! I...didn't mean to stare at your...birth defect." Dizzy answered, still gawking, "Uh...what do you need, Pin?"

"I'm looking for six ponies. You know, the six that were involved in the whole Nightmare Moon thing a few weeks back. Do you know where they live?" Pinwheel asked.

"Uh...yeah..." Dizzy gaped. Blinking rapidly, she turned and vanished back into her dark apartment. She returned a moment later with a map of Ponyville in her teeth, "I know Twilight lives in the...the library...and Pinkie Pie works at Sugarcube Corner. Uh...all right, I'm sorry, but...Pinwheel, your date has no face."

"I know." Pinwheel sighed, covering her face with her hoof.

"He doesn't have eyeballs..."

"Dizzy, please...we have to find those six ponies. Where do the other four live?"

Dizzy rubbed her eyes. "Well...uh...Rarity runs the Carousel Boutique, Applejack lives on the farm, and Fluttershy lives by the stream. I don't really know about Rainbow Dash..."

"Five out of six isn't bad." Pinwheel smiled at her friend, "Thanks for your help. You, uh, oughta change that lightbulb."

"Yeah..." Dizzy answered vaguely, "Good luck with your...date..."

"Right."

"I don't know if Sugarcube Corner or Carousel Boutique is open yet," Pinwheel began, "But I know the Apple Family gets up at the crack of dawn. You'll just...have to be careful around them."

Pinwheel didn't know the Apple family very well. On occasion, she saw Big Macintosh hauling crops into town, but that was it. Their cart road ran right by her pinwheel garden. Macintosh usually nodded to her as he passed the cottage, but never stopped to chat. Applejack, who occasionally pulled the carts alongside her big brother, would smile and wave at Pinwheel if she caught her eye. While nothing about them suggested unkindness, there

was no way to predict how they'd react to an unusually tall pony with a skull for a face. There was no way to predict how *anyone* would react, really.

Sunrise colored the orchard, casting an orange glow over the treetops. The bright red barn sat on the hillside, the front doors closed. "Maybe they're not awake yet." Pinwheel mumbled to herself. Unfortunately, she was not so lucky. Applejack, rubbing her eyes, pushed open the barn door and stepped out into the morning light. Pinwheel watched with Pale Hoof from the shadow of the orchard. Applejack yawned and set immediately to work, pulling an empty cart from the side of the barn. Pinwheel looked up at Pale Hoof. The tree he was standing near was beginning to wilt. Clumps of bright green leaves dropped off the branches. One of the leaves brushed Pale Hoof's fur as it floated down. By the time it hit the ground, it was a shriveled grey husk. "I'll go talk to her, I guess. Do you want to wait here?"

"NO." Pale Hoof rumbled. Pinwheel frowned at him.

"It might be better if I go alone. I'll warm her up and, once she's ready, I'll come introduce her to you." Pinwheel bargained. Pale Hoof gazed at her with sightless eye sockets.

"IF YOU INSIST."

"Thank you." Pinwheel smiled at him. Clearing her throat, she stepped out from the trees and headed toward the hat-wearing pony, "Excuse me, Miss Applejack?"

Applejack, who was busy loading her cart with sacks of mulch, paused and smiled at Pinwheel. She tipped her hat to the other pony. "Howdy there, Miss Pinwheel. Yer up mighty early. What can Ah do ya fer?"

"Well, uh, do you have a minute? I don't want to interrupt your work." Pinwheel grinned awkwardly, nodding to the sacks of mulch. Applejack looked at her cart, then frowned.

"Busy day t'day. Pens need mulchin', trees need prunin', but...hey, sure, Ah don't mind. It can wait a moment." Applejack smiled easily at Pinwheel, "There somethin' ya need?"

"A...friend of mine is studying the Elements of Harmony," Pinwheel lied through her teeth. At the mention of the Elements, Applejack tipped back

her hat and squinted hard at Pinwheel, "and he wanted to know what happened to them after you defeated Nightmare Moon."

"Th' Elements? Well...certainly, Ah can tell ya." Applejack scuffed the dirt with her hoof, her face screwed up in thought, "It was really somethin', Miss Pin. There we were, facin' down Nightmare Moon herself. It looked like the elements were destroyed 'r broken, but all o' sudden, the pieces started floatin'. There was this bright light an' suddenly, we were all wearin' these necklaces. Heh, Ah know it sounds pretty far fetched when ya hear it, bu' it's true."

Pinwheel nodded slowly. "Do you still have this necklace?"

"Sure Ah do. If ya like, Ah could get it fer ya."

"Does it have any special powers?"

Applejack looked back down at the dirt, smiling shyly. "Not that I can tell, no. Ah wouldn't understand how that magic stuff works anyway. Ya oughta talk ta Twilight about it. She's the one who figured the Elements out an' got 'em workin' in the first place."

"Sure. I was going to swing by the library anyway. Thanks for your time, Applejack." Pinwheel bowed her head to the other pony.

"Shucks, ain't no trouble. I'm sorry Ah couldn't help ya more." Applejack pulled the brim of her hat down, nodding to Pinwheel. Glancing back toward the orchard, Pinwheel caught sight of Pale Hoof. He watched them silently from shadow of the branches. The tree he stood near was visibly starting to die, shedding leaves by the bushel. Pinwheel's throat felt dry. Glancing up, Applejack caught sight of the wilting tree, "Well, hold up there, there's somethin' wrong with that tree. Wait a moment, that a pony under there?" Applejack pushed past Pinwheel, walking curiously toward the tree. Beads of icy sweat erupted all down Pinwheel's neck.

"Uh...uh...that's my...that's my friend. He's shy." Pinwheel lied again, blushing deeply. She trotted alongside Applejack, trying to stop her from getting too close, "He's a little weird looking, so he's timid about talking to people. It'd be better if we stayed over here."

"Sorry there, Miss Pin, but Ah gotta take a look at that tree. A tree shouldn't be droppin' leaves in the middle o' summer."

Pinwheel trailed weakly after Applejack. Pale Hoof, in this dark, shady spot beneath the tree, didn't move. Applejack came to a hard stop when she caught sight of him. Her hat nearly tumbled off her head. Her pupils shrank to tiny spots. "This...is yer friend?" Applejack mumbled. Grimacing, Pinwheel nodded. Turning, Applejack gawked at Pinwheel, her ears back and her mouth open, "Why, ya'll can't be serious. He...he's got no face!"

"WE'VE BEEN TOLD." Pale Hoof rumbled. At the sound of his icy cold voice, Applejack turned faintly green.

"Wha...what's wrong with 'im?" Applejack asked, looking Pale Hoof up and down.

"I know he looks scary, but really he's..." Pinwheel began explaining, but she was soon cut off. Applejack caught sight of Pale Hoof's hoof, which rested lightly on the tree's roots. All around his hoof, there was a festering black rot. The rot crept up the side of the tree like a fungus, turning the bark to a mushy cocktail of death and disease. Applejack let out a sharp, horrified gasp.

"MAH TREE!" She squealed, "GET AWAY FROM IT!" Pale Hoof stumbled back. Wherever his hooves landed, the grass in that spot died instantly.

"I am SO sorry!" Pinwheel squeaked, "I am SO SO sorry!"

"Sorry nothin'! Yer friend was killin' mah tree!" Applejack stamped her hooves, "What is this black gunk? Some kinda herbicide?"

"I don't know, I..." Pinwheel began, but it was too late. Applejack was already running for the barn.

"Big Macintosh!" She called, "Big Macintosh!"

Pinwheel stared desperately at Pale Hoof. "Let's go." Pale Hoof followed her as she galloped out of the orchard and off the farm. Once they were a safe distance from the dead tree, Pinwheel turned sharply and glared at Pale Hoof, "You need to be more careful! You know that everything you touch dies!"

Pale Hoof glanced back toward the farm, then down at Pinwheel. "IT WAS SIMPLY A TREE. I DID NOT THINK IT MATTERED."

"Didn't think it—? Are you CRAZY? Of course it matters!" Pinwheel ranted, pacing nervously back and forth, "What else 'doesn't matter'? Ponies' pets? Little fillies?"

"THIS BOTHERS YOU."

"Gee, is it that obvious?" Pinwheel covered her face with her hoof, "Listen...if we want this 'date' to go off without a hitch, *don't touch anything*."

"NOT EVEN YOU?"

"Especially not me!" Pinwheel squeaked, then blushed, "I...I mean...anyway! Applejack said that Twilight probably knew a lot about the Elements. So let's go talk to Twilight!" Pinwheel's words sounded awkward and forced. She swallowed and ducked her head, pushing on toward Ponyville. They'd have to walk through the town square if they wanted to get through the library. They could walk all the way around Ponyville, but that would take too long. There was no telling what Pale Hoof might do if he got impatient. What were the odds of him getting fed up and reaping her soul right here?

The morning was maturing as they reached Ponyville. Ponies were outside running errands, playing with their fillies, and chatting on the street corners. Pinwheel's stomach did a sickening flip. She would have to lead Pale Hoof through a crowded street full of ponies and foals. Even worse, she saw Lily and Roseluck setting up their flower kiosks near the town pavilion. They tended to scream and faint whenever they saw something even vaguely frightening. To get to the library, Pinwheel would have to walk right past them. She hid with Pale Hoof in a dark alley, watching in silent horror as more and more ponies emerged from their houses.

"Next time you come here, seriously, give yourself a normal looking face!" Pinwheel grumbled hatefully at Pale Hoof, who said nothing. Pacing back and forth in the alley, Pinwheel tried to come up with a solution. Just walking Pale Hoof through the square might cause a panic, especially with the fainting-prone Flower Ponies standing right in their path. Even so, walking all the way around Ponyville would take a long time and Pale Hoof

might not have the patience. She didn't know him well enough to guess. Then, something caught Pinwheel's eye. There, in the dark space behind Pale Hoof, was a simple grey tarp. Slipping past him, Pinwheel untied the tarp with her teeth and tossed it over Pale Hoof's head. Neck creaking, Pale Hoof looked down at his new hood. "There...just tie it and bam! Instant hood. I should have thought of this sooner. Now just don't touch anyone and we're golden."

"VERY WELL."

Pinwheel let out a sigh of relief. The tarp hid Pale Hoof's skull face perfectly. Mustering a smile, she walked with him out into the street. They made it past the flower ponies' kiosks without incident, although all of Lily's merchandise wilted as Pale Hoof passed. Grinning awkwardly at Lily, Pinwheel kept walking. The library tree was in sight. All she had to do was get to the library and ask Twilight about the Elements. Easy.

"I don't see how you can keep leading those turtles around! They're so slow." Pinwheel looked up to see a blue pegasus with a rainbow mane flapping gently overhead. A pale yellow pegasus with a long pink mane followed beneath her, a family of turtles in her wake. The yellow pegasus smile and laughed gently, her voice very quiet.

"It doesn't matter how fast or slow an animal goes," The pegasus replied softly, "they all need special care."

Pinwheel stopped in her tracks. Fluttershy and Rainbow Dash, the two pegasi who'd helped defeat Nightmare Moon. Putting on a big smile, Pinwheel walked up to them. "Hey there!" The two pegasi paused. Fluttershy lowered her head, hiding her face behind her forelock. Rainbow Dash dropped to the ground, smiling.

"Hey!" She said, flipping her colorful mane. Fluttershy hid behind her, head down with her shoulders hunched, "You're Pinwheel, right?"

Pinwheel nodded. "Yeah."

"You're friends with Dizzy Twist. She and I have cloud duty together sometimes." Dash replied, "She's not as fast as me, but, hey, no one is."

"Yeah, Dizzy talks about you too." Pinwheel nodded to the rainbow pegasus, "Says you're the fastest pegasus in Ponyville."

"Ponyville? Try 'all of Equestria'!" Rainbow Dash huffed, chest puffed with pride, "But anyway, did you need something?"

"Actually, I do." Pinwheel replied, gesturing to Pale Hoof, "My...friend here and I are researching the Elements of Harmony. You guys helped defeat Nightmare Moon, so we figured we'd come talk to you about it."

"Oh yeah." Rainbow Dash chuckled, "Well, uh...I mean, we all helped defeat her, but it was really Twilight who did the work. But I did get this awesome necklace out of it!"

"Oh...There's more to it than that, Rainbow Dash..." A small voice said behind the blue pegasus. Fluttershy lifted her head a little, blinking her large teal eyes, "All of us got an element. And if we weren't there, Twilight wouldn't have been able to do anything at all..."

Rainbow Dash grinned. "You're right. We WERE pretty cool, weren't we?" While they were talking, Fluttershy's turtle family was still on the move. They crawled slowly ahead of her, taking measured steps. Pale Hoof watched the turtles intently, but didn't move as they began filing toward him. Pinwheel glanced at him, then followed his gaze down to the procession.

"Uh, Pale Hoof, maybe you should move." Pinwheel suggested, but the turtles were already crawling between his hooves. Pale Hoof lifted his feet to make way for them, but one of the baby turtles brushed his fur as it passed. The tiny reptile couldn't take another step before it keeled over on the ground, dead. Fluttershy let out a tiny gasp, rushing over to the dead turtle. Pale Hoof quickly stepped out of the way.

"Oh no..." Fluttershy whispered, nudging the unmoving turtle with her nose, "Oh no...!" The other turtles stopped, looking as Fluttershy prodded their lifeless sibling with her hoof. The baby turtle didn't respond, lying still as a stone on the dirt. Tears welled up in Fluttershy's eyes. Still poking the turtle, she began to sob quietly.

Rainbow Dash gazed down at the turtle, then glared up at Pale Hoof. "What did you do?" She barked, stampeding up to tall grey colt, "You killed Fluttershy's turtle!"

"He didn't mean to..." Pinwheel defended, but Rainbow Dash wasn't listening.

"What kind of jerk kills a baby turtle? You made Fluttershy cry, you big bully!" Dash ranted. She spread her wings and lifted off the ground, flying just high enough to meet Pale Hoof face to face. Pale Hoof gazed down at the dead turtle, his tarp cloak shading his skull from view, "Hey, buddy! I'm talkin' to *you*!"

"Seriously, he didn't mean it! It was an accident!" Pinwheel asserted, standing next to Pale Hoof.

"He better apologize if he doesn't want a whoopin'!" Dash challenged.

Pinwheel gazed desperately up at Pale Hoof. "Pale Hoof..." She begged. Silently, Pale Hoof walked over to the dead turtle. Seeing the tall colt, Fluttershy let out a squeak and backed away. Slowly, Pale Hoof lowered his head and breathed on the turtle before backing away. The baby turtle lifted its tiny green head. Fluttershy let out a small gasp of amazement as the baby stumbled forward to join its waiting family. She lifted her head, gazing shyly at Pale Hoof.

"Th-thank you..." She whispered, hurrying after her turtles. Rainbow Dash huffed.

"Yeah, that's more like it." The blue pegasus grumbled, flying off after her friend.

Pinwheel exhaled, covering her face with a hoof. "...So why didn't you do that to Applejack's tree?"

"TREES DON'T HAVE SOULS."

"Yeah, that makes perfect sense." Pinwheel rolled her eyes, "Now let's see if we can get to Twilight's without you ruining anything else."

Palehoof drew back as if offended. "I RESTORED THE TURTLE." He stressed, a hint of displeasure in his otherworldly voice.

"Yeah, but you killed it too. And you made her cry." Pinwheel retorted. She let out a long sigh, "But...I guess bringing the turtle back to life makes up for it. Sorry for getting mad at you."

"...LET US MEET THIS TWILIGHT, THEN." Without another word, Pale Hoof started off toward the library tree. A pit of guilt formed in Pinwheel's gut. She grimaced, trailing after Pale Hoof.

The library door was open. Inside, Twilight had a few different books piled on top of the table. She was looking through them one by one, levitating them with her unicorn magic. Pinwheel cleared her throat. Looking up, Twilight smiled at the two ponies. "Hello there!" She said cheerfully, beckoning them inside with a twist of her neck. Pinwheel nodded, stepping shyly inside. Pale Hoof followed. As soon as he entered, the lights blew out and several books jettisoned from the shelves as if propelled by rockets. Twilight jumped in fright, but let out a kind laugh, "Wow, bad light bulb, I guess! Hey, Spike!"

The baby dragon slid down from the loft. "Right here, Twilight." With a burst of green flame, he lit a handful of candles and placed them around the room, "I'll go to Mr. Spark's Hardware and pick up some new light bulbs in a minute."

"Thank you, Spike." Twilight replied, lifting the fallen books and setting them back in place with her magic. She smiled at Pinwheel, "Spike told me you dropped by. I read your story!"

Pinwheel's eyes widened. "You did?"

"Yes. It was very interesting. I've never read a story about the pony reaper before." Twilight picked Pinwheel's spiral notebook up off the desk and handed it to her. Pale Hoof gazed down at Pinwheel, but said nothing, "You're a pretty good writer, Pinwheel."

Pinwheel blushed. "Really?"

"Yeah! I'd like to read more of your story. If you write some more, be sure to let me know!" Twilight answered kindly. Pinwheel blushed deeper,

holding her notebook close in her hooves, "Was there anything else you needed?"

"G-gosh, no one's ever told me I was good at writing before. I'll...I'll definitely write more for you." Pinwheel smiled to herself, looking down at the notebook. She glanced back up at Twilight, "Uh...my friend and I were looking for information on the Elements of Harmony. Do you know what happened to them?"

Twilight was silent for a moment. "Yes, I do. Let me show you something." Turning, she walked to a chest near the side of the room. Opening the chest, she pulled out a beautiful tiara set with a gleaming stone in the shape of her cutie-mark. Pinwheel's eyes widened as Twilight set the tiara down on the table. The gem in the center seemed to glow with a light of its own, outshining all the candles in the room.

"it's beautiful!" Pinwheel gasped.

"Thank you." Twilight replied, bowing her head, "My friends and I got these gems when we activated the Elements and purified Nightmare Moon. This tiara represents the sixth and most powerful element, magic."

"MAGIC." Pale Hoof repeated. Twilight started, eyes widening. She shook her head, laughing quietly.

"Sorry. I didn't expect you to sound like that. It caught me off guard." She apologized, "But...yes, magic."

"So the Elements weren't destroyed." Pinwheel surmised.

"Their power became these gems. But the real elements, I think, live inside me and the other ponies who helped defeat Nightmare Moon, my friends." Twilight explained.

"COULD YOU REACTIVATE THEM?" Pale Hoof asked.

"Perhaps with the right spell." Twilight explained, "But there's no need to. We rescued Princess Luna and Equestria is at peace. Besides...I think it's a little too much power for six simple ponies from Ponyville. I'll reactivate them when Princess Celestia needs me too, but not before."

"A WISE CHOICE." Pale Hoof whispered. Twilight nodded to him, smiling.

"I have a great book about the Elements, if you want to continue your reading. It's a little out of date now, but it helped me find them originally!" Twilight offered, pulling the book off the shelf with her magic and levitating it over to Pinwheel. Pale Hoof plucked it out of the air with his teeth, his tarp hood still hiding his face.

"Thanks, Twilight." Pinwheel sighed, "We won't take up any more of your time."

"Nonsense. This is a library. Come by whenever you feel like it." Twilight giggled. Pinwheel smiled. Silently, Pale Hoof took the book and slipped outside. Waving goodbye to Twilight, Pinwheel followed him. Outside, he dropped the book on the ground and flipped the pages, coming to a detailed illustration of the six elements. Pinwheel looked over his shoulder, frowning at the page.

"Well...that didn't take long. We still have the rest of the day to do things..." Pinwheel tried to smile at Pale Hoof, but couldn't. Although they'd gotten the information he wanted, it still felt like she was taking him on a lousy date. Even if the 'date' was just a pretense to make her feel better about dying, Pinwheel did want to show him a good time. If this really was her last day on Equestria, Pinwheel wanted it to be a good one.

"THE ELEMENTS ARE IN GOOD HOOVES. I AM SATISFIED." Pale Hoof answered. Pinwheel frowned at him.

"Well, uh...is there anything else you want to do?"

Pale Hoof looked down at her. "I HAVE NOT TASTED MORTAL FOOD IN MANY YEARS." He looked up. Sugarcube Corner stood a ways away from the library. He gestured to the gingerbread house, "TAKE ME THERE."

Pinwheel laughed. "Wait'll you meet Pinkie Pie. You'll love her cupcakes."

Pinwheel sat in the dark field next to Pale Hoof, watching him eat his ice cream cone. He held it precariously between his hooves, licking it with a forked black tongue that looked more like it should belong to a lizard than a

pony. Pinwheel's own ice cream cone, vanilla with sprinkles, was beginning to melt over her hooves. Still, watching Pale Hoof eat was too funny to miss. He had two scoops of Death by Chocolate and most of it was all over his bony muzzle and teeth. He was honest when he said he hadn't eaten in many years – he seemed to have forgotten how. "Do you, ah, need some help there, Pale Hoof?"

"I AM FINE." He replied, chocolate dripping off his chin. Pinwheel giggled.

"Do you like chocolate?"

"I FORGOT WHAT IT TASTED LIKE."

"I thought it was pretty funny when you went up to Berry Sorbet and ordered it without your hood on. She was so shocked!" Pinwheel giggled, licking her cone. His improvisational tarp cloak lay abandoned a few feet from where they sat. They'd ventured a mile or so out of Ponyville to watch the sun setting over the mountains. Now the stars were out, millions of them twinkling unobstructed by any clouds. The patch of grass they sat on was dead and scratchy, but Pinwheel found she didn't mind. "Oh...but it wasn't as funny as when we went to visit Rarity." Rarity spent five whole minutes scolding Pale Hoof for his 'sad, tacky tarp cloak'. Even funnier was when he removed the cloak, she only gawked for a moment before lecturing him again about how tawdry skulls were. Pinwheel couldn't stop laughing the entire time. Pinkie Pie's reaction was even more ridiculous, though. They met her at Sugarcube Corner on their way to Rarity's. As soon as she saw Pale Hoof sans mask, she laughed out loud and fled from the room.

"YOU PONIES ARE VERY STRANGE," Pale Hoof confirmed, looking down at Pinwheel, "BUT THAT IS NOT A BAD THING."

"Yeah, well, you're pretty strange too." Pinwheel smirked, "But you're not bad. At least, I think you're not."

"DEATH IS NEITHER GOOD NOR BAD. IT SIMPLY IS."

"Well, this may seem weird, but you seem like an okay colt to me. I had fun today." Pinwheel sighed happily, finishing off her ice cream, "I guess if this is my last day on Equestria, it was pretty good."

"WHAT MAKES YOU THINK THIS WAS YOUR LAST DAY?" Pale Hoof asked curiously, peering at her with his eyeless sockets.

"You said so yourself. If I don't make this the most head-explodingly cool date ever, I get dragged to the Afterlife." Pinwheel frowned down at the grass, "I mean, all we did was just walk around and get snacks. That's not very cool."

"I NEVER SAID THAT."

Pinwheel looked up at him curiously. "No?"

"I HAD FUN TOO." Pale Hoof answered softly, "I AM GLAD TO KNOW THE ELEMENTS ARE SAFE. AND..."

"Yes?"

"I WANT TO READ THE STORY YOU WROTE ABOUT ME."

Pinwheel turned faintly pink. "It's...not that good. Twilight was just saying those things to make me feel better..."

"I WANT TO READ IT."

Pinwheel smiled a little. "All right." She glanced up at the deep blue sky, then down at her watch. 11:45 pm. They'd been sitting out here talking for a few hours now. The day and the date was nearly over, "So...do I get to stay here? Or are you going to send me to the Afterlife?"

Pale Hoof was silent for a moment. "YOU GET TO STAY," He began, "ON ONE CONDITION."

Pinwheel gawked. "Hey! You never said anything about conditions! That's not fair!"

"HEAR ME OUT." Pale Hoof insisted. Pinwheel fell silent, "YOU GET TO STAY AS LONG AS I CAN COME VISIT YOU WHENEVER I PLEASE."

Cocking her head, Pinwheel blinked at him. "Wait...so you're asking for a second date?"

"YES."

"That's..." Pinwheel paused in thought, "That's...fine, I guess. Sure."

Pale Hoof finished off his ice cream and licked the chocolate from his muzzle. He rose to his feet. Pinwheel rose as well. Slowly, he turned to face her. "THANK YOU, PINWHEEL. I WILL LOOK FORWARD TO IT."

Pinwheel grinned. "Hey, no problem. Really...you're not so scary after all. I don't mind going on a second date with you."

"VERY WELL THEN. WE SHALL MEET AGAIN SOON." He finished with a hint of a smile in his mysterious voice. Then, with a sudden gust of wind, he vanished into the darkness. Pinwheel stood alone on the hillside in the moonlight.

Chapter 5

Coming Out Party

To Pinwheel, Rarity's Carousel Boutique looked like a wedding cake. The building was not only shaped like a fancy tiered cake, but decorated like one too. Striped purple columns surrounded the circular bottom floor while carved carousel ponies perched on the upper tiers. Intricate blue designs surrounded the massive windows. Even the roof sported a delicate pink check pattern. Pinwheel hated to think of the bits one had to sink into the house to get designs like that. Still, despite the unnecessary detail, it was an attractive building and one Pinwheel did not mind looking at. Despite the mixed colors and patterns, the design harmonized beautifully. Sauntering up the front walk, Pinwheel knocked the dark blue front door with her hoof. Just this morning, she'd woken to find a perfumed envelope sitting under her mail slot. 'Come to the Carousel Boutique later if you have time,' Rarity wrote in a fluid, elegant script, 'I have something I'd like to give you.'

It had been a good, solid week since Pinwheel last saw Pale Hoof. The haunting in her cottage vanished along with him. Pinwheel could only surmise he was the one causing them. Strange things tended to happen when he visited the mortal world – lights randomly going out, chilly winds from nowhere, spontaneously breaking glass. The perceived 'hauntings' were no doubt his doing, though they were probably unintentional. During their date, Pale Hoof asked to visit Rarity's boutique, just out of curiosity. She lectured him thoroughly about his cloak, scolding his color and fabric choices before demanding he remove it. Pale Hoof *did* remove it, only to have Rarity continue scolding him about his face. 'Skulls are so tawdry! Not fashionable at all!', she said. Pinwheel could only guess the letter had something to do with that; outside of occasionally peering in the boutique windows, Pinwheel had never spoken to Rarity before the incident.

Rarity opened the door after a moment and ushered Pinwheel inside. The white unicorn frowned, her eyes downcast. "I see you didn't bring your coltfriend with you." She sighed.

"Coltfriend?" Pinwheel asked, "I don't have a coltfriend."

"Oh, you know! The tall gentlecolt with the grey pelt and the skull." Rarity responded, huffing, "I was hoping you'd bring him with you. I...wanted to apologize."

"Apologize for what?"

"Why, for what I said to him, darling! I know I must have come off as very insensitive." Rarity sighed, striding away from Pinwheel and rooting through a nearby chest. With her horn, she lifted and tossed aside rolls of fabric. "Oh! I feel just awful."

Pinwheel frowned. "I'm afraid I don't understand."

Rarity turned away from the chest, her ears down as she pouted at Pinwheel. "I honestly thought your friend's face was a mask. And when he took off that horrible tacky cloak, all I could think was 'what a gaudy mask he has on!' Honestly, wearing a mask like that during the summer? It's strange, don't you think? Anyway...Applejack told me a few days ago that it was a birth defect. I felt simply dreadful."

"It's fine. He wasn't upset."

"Oh, but I was." Rarity sighed dramatically, "I would never make fun of a pony with a birth defect. It's one thing to scold a pony with bad fashion sense; after all, fashion sense can be learned. But ponies like him can't help how they look. I understand why he was going around wearing that horrid tarp. It must be very difficult not to have a face. I was amazed he was even able to speak."

"It's fine, Miss Rarity. Really. Pale Hoof's not that sensitive."

"Even so, I'd like to offer an apology gift. If you could deliver it to him, I'd be very grateful." Her horn glowed as she lifted a folded cloak out of the trunk. She unfolded it in mid air, letting Pinwheel get a good look. The short black cloak shimmered softly in the light. Scrolling silver embroidery decorated the hem. Polished silver beads sat heavy on the tips of the drawstrings. An opaque mesh faceguard hung inside the hood, making it look more like a fencing mask than a simple cloak, "The faceguard can be removed as well...but I thought it was a nice addition. That way, dear Pale Hoof won't have to worry about his hood slipping and ponies seeing his poor face. It's

much more fashionable than that tarp, don't you think?" With her telekinesis, she re-folded the cloak and presented it to Pinwheel.

Pinwheel took the folded cloak in her hooves. "Thank you, Rarity. It's beautiful. I'll be sure to give it to him."

"Do tell me what he thinks. I wanted to choose a brighter color, but I wasn't sure what he'd like. As a designer, I think he'd look fabulous in lavender but, well...most gentlecolts don't like lavender." Rarity smiled awkwardly, "Thank you for stopping by."

"It's no trouble." Pinwheel took the cloak in her teeth. Lowering her head, she bowed graciously to Rarity before turning and leaving. Upon stepping outside, Pinwheel sighed through her teeth. There was no telling where or when Pale Hoof would show up. He failed to specify where and when their next date would be. For all Pinwheel knew, he could show up randomly twenty years from now, demanding a date she'd forgotten she agreed to. Did immortal pony gods have a sense of time? Even so, it was a fine cloak. The silver scrollwork reminded Pinwheel a bit of Death's misty shadow cloak in the realm between worlds. He'd like that.

Draping the cloak over her flank, Pinwheel started back for home. The day was growing old and an orange glow colored the sky. All day she'd spent writing, just writing. Twilight Sparkle's comments rung in her head. 'I want to read more.' Twilight said. Pale Hoof's words were even heavier, though. 'I WANT TO READ THE STORY YOU WROTE ABOUT ME.' Just the thought of those words stirred a mixture of emotions. Pinwheel felt flattered, happy, proud, but also self-conscious and uncomfortable. She nearly regretted giving the story to Twilight. Pale Hoof would have never found out about it otherwise. Yet...wouldn't it be wonderful if he liked the story? Having your work praised by a god – there was no higher honor.

But Pale Hoof was gone now. All traces of his presence (except for Applejack's dead tree) vanished with him. Pinwheel couldn't predict when he'd show up again.

The pinwheel garden rattled gently in the evening breeze. Pinwheel shouldered the screen door open and left the folded cloak on the kitchen table. Her notebook lay open in the study, her pencil abandoned by its side. Yawning, Pinwheel blinked sleepily in the darkened cottage. Wandering back into the kitchen, she set the teapot on the stove. As the orange sky

turned to blue, Pinwheel saw something dark flash across her kitchen window. The shadow darted past, then vanished. An animal, probably.

After a few minutes, the teapot let out a scream. Pinwheel lifted it off the stove and poured herself a steaming cup. The tea warmed her bones; the cottage had suddenly grown cold. Once the cup was finished, Pinwheel set it in the sink for washing and headed for the bedroom. Her bedroom was simple and comfortable – a dresser, a wash table, a four poster bed with puffy blue sheets. Pinwheel crawled under the covers and was ready to fall asleep when something outside caught her eye.

Just outside her window waited a familiar face. The bleached horse skull and sightless eyes peered in at her through the glass. Jerking upright, Pinwheel stumbled out of bed and rushed to the window. With a grunt of effort, she pushed up the bottom pane and stuck her head out. "Pale Hoof?"

"HELLO." Pale Hoof answered. The bedroom window stood at least ten feet off the ground. Pinwheel looked down. Pale Hoof stood atop a stinking mound of freshly unearthed skeletons. The contents of Pinwheel's stomach rose into her throat. Covering her mouth, Pinwheel swallowed the bile and frowned up into Pale Hoof's eyeless face. "READY FOR OUR DATE?"

"You mean...right now?" Pinwheel blinked.

"YES."

"Do you have any idea what time it is?"

Neck creaking, Pale Hoof looked around. The stars were just beginning to come out. "NIGHT TIME."

Pinwheel stared flatly at him. "Right. See, Pale Hoof, normal ponies are usually in bed by now." She sighed, rubbing her eyes with a hoof, "And you forgot to give yourself a face again."

"IF YOU NEED SLEEP, I CAN WAIT." Pale Hoof answered.

"So you're just going to wait outside my window while I sleep."

"YES."

Pinwheel closed her eyes in frustration. "Put those skeletons back in the ground. I'll meet you at the front door." With a wave of his hoof, the great pile of pony skeletons receded back into the earth. He turned and walked back toward the front porch. Wherever his hooves touched, he left patches of dead grass. Closing the window, Pinwheel hurried down the hall to the screen door. Pale Hoof scratched his hoof repeatedly against the screen. Sighing, Pinwheel pulled the handle with her teeth, "Come in."

Pale Hoof ducked his head as he entered. The lights flickered ominously. He wandered around the house, poking his head into the different rooms. Peering into the kitchen, he paused. The folded cloak still lay on the table, the silver embroidery flashing in the moonlight. "WHAT IS THAT?" He asked, his hooves clicking on the tile as he walked into the kitchen. He prodded the cloak with his hoof.

"A gift for you. Try it on." Pinwheel answered, standing in the doorway. Pale Hoof stared at her, then slipped the short black cloak on over his head. The fit was perfect. The opaque faceguard hid his skull head perfectly. Pinwheel could only see the vague silhouette of his snout through the mesh, "Well? Do you like it?"

"IT'S TIGHT."

"It looks good on you. Plus it hides your face well. No pony will freak out when they see you."

"YOU DISLIKE MY FACE."

Pinwheel colored. "No...I mean, well, you have to admit, your face is a little weird."

"I WILL WEAR IT, THEN." There was a note of disappointment in his otherworldly voice. Pinwheel felt a pang of guilt.

"It...it was a gift from Rarity. So, you know, it's not that I want you to hide your face...but..." Pinwheel sighed, "I'm going to bed. You make yourself at home."

"HOME." Pale Hoof repeated curiously.

"Yeah, home. "

In the morning, Pale Hoof was still there. He was standing by the writing desk, leafing through Pinwheel's notebook. The cloak still hung around his tall shoulders, but the hood was down. Pinwheel walked into the study with two cups of tea held precariously in her teeth. She plunked out of the cups down next to the notebook. Pale Hoof glanced down at the cup. Slowly, he lowered his head and put his bony mouth to the rim. At his touch, the tea instantly went cold. When he sipped, it spilled through the open holes in his cheeks, leaving a brown stain on the carpet beneath him. "It's okay, I'll clean it up later." Pinwheel smiled at him, "Did you like my story?"

"I HEAR MANY STORIES FROM THE SPIRITS OF DEAD PONIES." Pale Hoof replied, delicately turning the page. Tea still dropped off his bony muzzle, leaving wet spots on the pages, "BUT I HAVE NEVER HEARD A STORY ABOUT ME. IT IS...CURIOUS."

"But did you like it?"

"YES."

Pinwheel beamed. "I'm so happy. I was thinking maybe if I finished it, Twilight could hook me up with a publisher in Canterlot. Wouldn't that be cool? You and I could go on book tours..." She paused, "I mean, if you have time. I know your job is...demanding."

"WE'LL SEE."

Still smiling, Pinwheel nodded. "All right, then. So what was it that you wanted to do today?" Before Pale Hoof could answer, there came a hollow knocking on the screen door. Pinwheel peered out into the hall. At the end of hall, a familiar pink pony smiled through the screen.

"Hi there!" The pink pony, none other than Pinkie Pie, chimed, pushing the door open with her nose. Pale Hoof peered around the corner, watching Pinkie from the study door, "Oh! Hey! Your coltfriend is here! That's super awesome great because I wanted to invite you guys to a PARTY! I always throw parties for new ponies and I know your friend is new because I've DEFINITELY never met him before and I know ALL the ponies in Ponyville!" Pinkie Pie spoke quickly without taking so much as a pause for breath. Pinwheel stared at the talkative pink pony, trying to take in her

words. Pinkie Pie reached into her saddlebags and produced a pair of bright fuchsia invites. Pinwheel blinked at the invitations.

"Uh, he's not exactly new, but thanks!"

"Either way, I'd love to get to know him better! And a party is the perfect way to do it!" Pinkie giggled, "It's this afternoon, two o'clock sharp, at Sugarcube Corner! It won't be the same without you!"

Pinwheel glanced back at Pale Hoof, who said nothing. She nodded to Pinkie. "Okay, we'll be there. Sounds like fun."

"Super!" Pinwheel bounced as though she had springs in her hooves, "Remember, two o'clock sharp!" With a high pitched giggle, she passed the invites to Pinwheel and skipped off the porch. Pinwheel turned and walked into the study, setting the invitations down on the writing desk.

"Looks like we have something to do today after all." Pinwheel concluded, "Pinkie's parties are pretty good, I hear. It'll be fun."

"WILL THERE BE CHOCOLATE?"

"It's not a party without it."

If Carousel Boutique was a wedding cake, Sugarcube Corner was a gingerbread house. In fact, that was almost literally the case. The building looked edible. Its rooftops were modeled to look like cookies and the gutters looked like swirls of white frosting. Candy cane striped columns supported the gables. At the very top was a small loft fashioned to look like a cupcake. If the shop's appearance didn't get customers hungry, the heavenly smell of baked goods would. Aromas of fudge and soft cookies wafted out into the street, drawing ponies of all ages. Pinwheel took a great inhale as they approached the shop door. "Smells great, doesn't it, Pale Hoof?" She asked, looking up at the tall colt, "Wait...you *can* smell, right?"

"I POSSESS ALL FIVE SENSES." Pale Hoof answered. He wore his hood up, the faceguard covering his skull. His voice was just a bit muffled by the mask. Ponies still stared at him – he was unusually tall and the strange

cloak drew attention – but no one was screaming or panicking. Pinwheel took that as a victory.

"Well, I guess if you've got your kind of power, you can look however you want." Pinwheel gestured to the shop door, "Shall we?"

Balloons and confetti exploded in their faces as they opened the door. "Ta-da!" Pinkie Pie giggled. The shop looked as though a party store had vomited inside. Streamers hung from the ceiling, balloons floated in every corner, and a huge spread of goodies covered the buffet table. Dozens of ponies, some Pinwheel didn't even know, crowded the small shop. "It's your 'Welcome to Ponyville' party! We've got cake and punch and games and fun and—!"

"It's great, Pinkie." Pinwheel smiled, but the crowd of ponies immediately made her nervous. In the tiny shop, it was almost impossible to avoid brushing up against somepony, "But...uh...awfully crowded."

Pinkie frowned. "I know. Applejack told me that your friend is kinda shy, but maybe this party will help!" She beamed, bouncing up to Pale Hoof. She stuck her hoof out to him. Pale Hoof jerked back, "Hey there! I'm Pinkie Pie! Put 'er there!"

"Uh...he can't touch anyone." Pinwheel explained. Pinkie lowered her hoof, "He's...he's got aphephobia. Real bad."

"Aphe-what now?" Pinkie blinked.

"It means he's afraid of being touched, Pinkie." Twilight appeared from the crowd, a full glass of punch floating magically beside her. She smiled sympathetically at Pale Hoof, "I heard about your birth defect. It sounds awful. I've never read about a pony born without a face. But...anyway, Rarity will be glad to see you're wearing the cloak she made."

"Thanks, girls. Would you let everyone at the party know not to get too close to Pale Hoof? He just really doesn't like other ponies touching him." Pinwheel explained, bowing her head to the two ponies. Twilight smiled.

"That's fine. Sometimes friends have special needs and we need to accommodate them. We'll do our best to make Pale Hoof comfortable."

Twilight answered, gently tipping her glass toward him, "Welcome to Ponyville, Pale Hoof!"

Pinwheel smiled with relief. Hopefully, no one would die at this party. "You guys are really nice to do this for him. Isn't it nice, Pale Hoof?" Pinwheel looked up at her silent companion. He was busy gazing around the brightly decorated room. He lifted his hoof and took a step inside the room. Immediately, the lights flickered and went out for a moment. All the party ponies gasped in shock. A nearby punch bowl frosted over, then shattered. Pinkie Pie jumped in fright, then started laughing. Red punch poured over the table in tiny scarlet waterfalls.

"I'd better clean that up." Pinkie Pie giggled, bounding over the shop counter and retrieving a washcloth. Twilight smiled awkwardly, nodding to Pale Hoof before turning and vanishing back into the crowd. Pinwheel glared harshly at Pale Hoof.

"Could you *not* do that?" She whispered through gritted teeth.

"DO WHAT?"

"The spooky messing with the lights and freezing things and stuff! It's not funny right now!" Pinwheel hissed, "If everyone finds out who you are, they might run you out of town!"

"I CANNOT CONTROL IT. MY PRESENCE HAS AN ADVERSE AFFECT ON THIS WORLD." Pale Hoof answered. When he spoke, ponies all around the room turned to stare at him. Even when speaking quietly, his voice had an unearthly resonance that vibrated the very floorboards. Pinwheel colored and looked down. She reached up and tugged on the drawstring of Pale Hoof's hood, leading him over to the buffet table. Slowly, the party ponies resumed their normal conversation. Pinwheel exhaled. Going to a Pinkie Pie party with Pale Hoof seemed like a fun idea this morning, but Pinwheel hadn't known how many ponies Pinkie would invite. Practically the entire town was packed into the small shop space. Of course, they'd turn up for a Pinkie party no matter who it was for.

There at the buffet table, setting down a hot tray of apple brown betties, was Applejack. She turned sharply to look at Pale Hoof. "Hey! There ya are." She harrumphed, walking over to him, "Jus' what did ya'll do ta mah tree?" Pinwheel's stomach roiled with nervousness.

"He didn't do anything, I promise." Pinwheel stepped forward, "The tree was like that when we came to visit." The lies felt like hard lumps in her throat, but what else could she say? Nobody could know Pale Hoof was the living embodiment of Death. For one thing, it'd ruin the party. Who wanted to celebrate the arrival of Death? If anything, his presence was a thing to curse. Pinwheel knew he wasn't that bad, but the others didn't. They didn't have the luxury of spending a day getting to know him.

"Now, lookie here. Ah know ya'll got a birth defect an' Ah'm real sorry 'bout that, but that tree was healthy the night before ya'll came. Now Big Macintosh said it was jus' root rot, bu' Ah know root rot don't take hold that fast. That tree jus' started rottin' outta nowhere an' Ah wanna know why." Applejack insisted, jabbing the air with a hoof, "Ya'll best start explainin'."

"Really, there's nothing I can say, Applejack." Pinwheel pleaded, "It was like that when we came."

Applejack's green eyes narrowed. "Now listen. Trees are valuable. They take a long time ta grow an' flourish. If yer really certain the tree was rotten when ya came, well, I'll take yer word fer it. Bu' if you ain't bein' honest, yer robbin' the Apply Family o' some hard-earned dough."

"I'm being honest." Pinwheel vowed. Applejack frowned, but didn't press the issue. She walked around Pinwheel and Pale Hoof, eyeing them suspiciously as she vanished into the crowd. Pinwheel took a deep breath. Pale Hoof gazed at her curiously.

"WHY ARE YOU LYING FOR ME?" He asked quietly, softly enough to escape notice.

Pinwheel frowned at him over her shoulder. "I don't know how people will react when they find out who you really are. I just don't want anyone to get hurt."

"YOU THINK I AM DANGEROUS."

"You are! You kill everything you touch..." Pinwheel whispered hoarsely, "This isn't a good place to discuss it."

"DEATH IS PASSIVE. I DO NOT TAKE, I SIMPLY COLLECT."

"Who cares? You still scare people! No one wants to die!" Pinwheel hissed, "Please, Pale Hoof, let's talk about this some other time. We can't have ponies running you out of town with torches and pitchforks. That would REALLY ruin our date..."

"PINWHEEL. I SAY THIS BECAUSE IT LOOKS TO ME LIKE THE DATE IS ALREADY RUINED." Pale Hoof stated. Pinwheel blinked at him curiously, "YOU ARE NOT HAVING FUN. YOU ARE TOO BUSY WORRYING ABOUT HIDING ME. I CAME HERE AGAIN BECAUSE I WANTED TO HAVE FUN WITH YOU, BUT IT IS NO USE IF YOU ARE NOT ENJOYING YOURSELF."

Pinwheel lowered her head, frowning. "I just...I just want to have fun too, but it's hard since you're...well, you. And...I like you, but, Pale Hoof, I'm not sure it will work. I mean, the creepy stuff is funny sometimes. And I laughed a lot when you scared the ice cream vendor with your face, but...if everyone knew you were...you know...they might treat us differently."

"AND WHAT IS WRONG WITH THAT? THESE PONIES WILL ALL BE DEAD SOON. THE ACTIONS OF MORTALS DO NOT MATTER TO ME."

Pinwheel gazed up at him, a frown tugging at the corner of her mouth. "So...my actions don't matter either?" She asked, voice small.

"NO."

Pale Hoof's answer struck her like a piano dropped from the sky. Pinwheel ducked her head, letting her yellow forelock fall in front of her eyes. "Fine, then. Do whatever you want." She growled bitterly, squeezing her eyes shut, "I thought we were friends!" Nearby, a few ponies paused in their conversation to look at them. Pinwheel could feel their eyes, but she didn't care. None of this mattered to him. He was a god, after all. All the ponies here were just tiny specks to him, including her. The first date, her agreement, this party – it was just a grain of sand in his endless hourglass of life. All the ponies were interchangeable. Pinwheel could be anyone – a unicorn, a pegasus, even a dragon. She didn't matter. She simply served her purpose as an excuse for him to visit the mortal realm.

"PINWHEEL. I DID NOT..." Pale Hoof lifted his faceguard to have a better look at her. Gasps sounded from all around the room. Lily, who was

standing just a few feet away from them at the cake, shrieked and fainted. Pinwheel winced.

"It's...It's just a birth defect...!" Pinwheel explained weakly, turning to face the crowd of gawking party goers.

"NO. THIS FARCE ENDS HERE." Pale Hoof pulled the cloak over his head and cast it aside, "CITIZENS OF PONYVILLE. IN THIS REALM, I AM KNOWN AS PALE HOOF. BUT THAT IS NOT MY TRUE NAME. I AM DEATH, THE REAPER OF PONIES."

"Ah knew there was somethin' funny 'bout him!" Applejack declared from the corner. Pinwheel ducked, covering her head with her hooves.

"Oh Celestia!" Somepony in the crowd gasped, "Are we going to die?" Terrified whispers trembled through the crowd.

Pale Hoof stared sightlessly at the party guests. "NO. NOT TODAY." His proclamation did nothing to soothe the crowd. They watched him anxiously, slowly backing away from him, "I AM HERE ONLY TO OBSERVE YOUR MORTAL REALM."

Pinwheel peeked up at him over her hooves. What was he doing? Surely he saw the frightened expressions of the crowd. Nothing he could say would convince them. The appearance of the reaper meant death for those who saw him. Then, all of a sudden, someone in the crowd started laughing. Eyes turned toward the source of the laughter. There, in the throng of ponies, was Pinkie Pie, giggling like she'd just heard the funniest joke imaginable. She skipped lightly to the front, standing fearlessly beside Pale Hoof. He gazed down at her.

"I get it, Mister Pale Hoof!" She snickered, "You're just a big ol' softy!"

Pale Hoof glanced questioningly at Pinwheel. Pinwheel quickly rose to her feet. "Uh...yes! Yes. He's a softy. He's not going to hurt anyone. I know! I've been on two dates with him!"

Pinkie Pie laughed heartily. "See, everyone! He's harmless!"

Pinwheel grinned nervously. "Right. As long as you don't touch him."

Pinkie Pie grinned. "Sure! Would you like a piece of cake, Mister Pale Hoof?"

"He loves chocolate!" Pinwheel blurted, staring desperately at the ponies as if it were undeniable proof he was harmless.

"Well, that's super lucky, because I make the best chocolate cake around!" Still smiling, Pinkie bounced over to the chocolate cake at the buffet and cut Pale Hoof a hefty slice. Sliding it onto a plate, she set it down in front of him. Pale Hoof lowered his neck and took a bite.

"IT'S GOOD." He confirmed, swallowing. Chocolate colored his exposed teeth brown. At that, the party ponies seemed to relax. They whispered among themselves, gazing distrustfully at Pale Hoof, but no one was screaming. A few ponies rushed to assist Lily, fanning her and offering her water. Pinwheel's muscles unclenched. Creakily turning his head, Pale Hoof looked down at her. He pushed the chocolate cake over to her, "TRY THIS."

Pinwheel let out an anxious giggle. "Thanks, but...I'm not sure I want to eat after you."

"I'll cut you another piece!" Pinkie chirruped, bouncing back over to the cake.

Pinwheel sighed deeply, looking up at Pale Hoof. "We better go."

"Don't leave without your cake!" Pinkie called. Pinwheel picked up the plate with her teeth.

Pale Hoof retrieved his cloak from the floor. "AS YOU WISH."

Chapter 6

Necromatic

The Ponyville clock tower struck twelve. *Bong*. Pinwheel sat at the outdoor café across from Dizzy Twist, who eyed her angrily. Staring off in a different direction, Pinwheel quietly slurped her tea. *Bong*. Setting her tea cup down, Pinwheel looked up at Dizzy. Dizzy's expression hadn't changed in the fifteen minutes they'd been sitting here. Her nose was wrinkled and her maroon eyes were narrowed to slits. *Bong*. Just as the silence was getting awkward, the waiter appeared with their lunch. He balanced their dishes expertly on his white flank. Gracefully, he lifted the steaming plates off his rump and set them down on the table. "Enjoy." He grumbled, snout high in the air. Pinwheel smiled uncomfortably. The clock rang out again. *Bong*.

As the waiter left, Pinwheel turned to Dizzy. "I really like the food here. I just wish the waiter didn't have such an attitude." She mumbled, peering down at her soup. The red tomato broth swirled in the porcelain bowl, giving off tiny clouds of steam. *Bong*. The chiming of the clock rattled Pinwheel's teeth. Dizzy said nothing. *Bong*. Pinwheel winced, "So...uh...how was your trip to Cloudsdale?" *Bong*. For the last week, Dizzy had been working wind detail in the Cloudsdale weather factory. In the midst of the confusion over Pale Hoof, Pinwheel had completely forgotten her best friend. Dizzy arrived back in Ponyville the day of Pale Hoof's party. That hadn't spoken until this morning. *Bong*.

"Oh. It was great. Except for the part where my best friend forgot to tell me she was *dating the Grim Reaper*." Dizzy spat. *Bong*. Rolling her eyes, Dizzy made a horrible hacking sound in her throat, "I can't even BELIEVE you, Pinwheel!" *Bong*. Pinwheel lowered her head.

"He's...he's really not that bad." Pinwheel defended. *Bong*. Dizzy rolled her eyes so hard Pinwheel was surprised they didn't fall out. The final note of the clock tower rang out over the town. *Bong*.

"That's what every filly says about the 'bad' colt. 'Ooooooh, I can change him! Blech.'" Dizzy stuck out her tongue, "This isn't just the biker colt from lower Manehattan, Pinwheel. This is the *Grim Reaper*."

"We're...we're not like that. It's not really dating. It's just...casual hanging out." Pinwheel explained. Dizzy narrowed her eyes at her. Her gaze felt like a searing hot iron, "It's not like we've kissed or anything!"

Dizzy stared at her flatly. "Of course you haven't," She shook her head slowly, "because he KILLS everything he touches! I heard what he did to Applejack's tree and Fluttershy's turtle."

Pinwheel jerked upright. "That's not fair. He revived the turtle!"

"Pinwheel..." Dizzy pointed to her with a hoof, "I am going to explain to you slowly why dating the god of death is a *monumentally* bad decision. "

"Oh? Well, I wish somepony had explained to *you* that carrying an earth pony hundreds of feet off the ground was a monumentally bad decision!" Pinwheel spat. She drew back, surprised at the harshness of her own voice. Dizzy lowered her hoof, staring dumbfounded at her friend. Pinwheel's face hardened, "You're the only reason I met him, you know. If you hadn't dropped me..."

"I said I was sorry!" Dizzy barked, slamming her hooves on the table. Plates rattled and a few drops of Pinwheel's soup sloshed out. The other café patrons turned from their entrees and peered at them. Pinwheel glanced around at the guests and quickly lowered her head. Dizzy, seemingly immune to the irritated glances, remained as she stood, half on the table and half off, "Anyway...I didn't drop you. YOU fell!"

"I lost my glasses!"

"So you let go of me for a stupid pair of glasses?" Dizzy screeched shrilly, "Glasses can be replaced! Mr. Specs runs a glasses store right down the street! Do you EVEN know how bad I felt? I was crying my eyes out for hours! And now...now you're risking your life *again*. Did you even think about my feelings?"

"Did you even think about mine? I'm the one who died!"

Dizzy shut her eyes tightly. Tears seeped from under her cream eyelids. Pushing off from the table, she turned and began to trot away. Pinwheel hopped off the hay bale bench and started after Dizzy. "Are you crying?" She called. Dizzy paused long enough to hold up a hoof before continuing

on. Pinwheel came to a halt. Spreading her wings, Dizzy took off and vanished behind a thick, puffy cloud, leaving Pinwheel standing alone in the street. Teeth gritted, Pinwheel stamped the ground hard with her hooves. All the café patrons were looking at her, but she didn't care. Tossing her mane, Pinwheel stomped back to the table. Slowly, gazing down his snout at Pinwheel, the waiter approached.

"I suppose your friend will not be paying for her meal?" The waiter asked. A beautiful slice of daffodil and alfalfa pie sat untouched on Dizzy's side of the table, still steaming. Pinwheel sighed. Her saddlebags lay next to the hay bale bench. Poking inside them, Pinwheel passed a small purse of bits to the waiter.

"Wrap our food up, will you? I'll take it home." Pinwheel's stomach growled, but she couldn't force herself to eat. The café patrons turned back to their food, whispering quietly amongst themselves. They might have been chatting about their laundry, but Pinwheel felt as though every word was directed at her. The waiter lifted the plates off the table and carried them back inside the café. Sighing, Pinwheel sat down, her head dropping against her chest. After his big revelation at the party, Pale Hoof vanished again. Of course. He had a job to do. Shirking his duties even for one day could have consequences. Even so, Pinwheel found herself wishing he was here. He could explain to everypony that he wasn't a threat. He just wanted to have some off-duty fun. Living in that dreary, dark crossroads between life and death had to be depressing.

Even worse, though, he hadn't said goodbye. He just disappeared without a word, leaving only his new cloak behind.

"What a mess." Pinwheel sighed.

The sudden clatter of hooves stirred Pinwheel out of her daze. She lifted her head only to see Mayor of Ponyville herself, accompanied by Twilight Sparkle, heading straight toward her. Quickly, Pinwheel stumbled off of her seat and nodded to the two ponies. The mayor paused a few feet from Pinwheel's table, her expression stony. Instantly, Pinwheel's heart dropped into her hooves. She'd seen the mayor on Winter Wrap Up days and other celebrations – normally, she was a graceful mare who smiled easily and encouraged her citizens to work hard. The stony, cold expression she wore now looked alien on her face. "Hello, Miss Pinwheel." The mayor stated

formally. Pinwheel hiccuped, "I've spoken to Miss Sparkle and we'd like to have a word with you. For the good of Ponyville."

"Sorry to tear you away from your lunch." Twilight smiled apologetically.

"I...I wasn't eating anyway. I just asked the waiter to box up the food." Pinwheel let out a nervous giggle, "Uh...is there something wrong, Ms. Mayor?"

"We had a few concerns regarding your new coltfriend, Miss Pinwheel." The mayor answered. She examined Pinwheel critically, looking her up and down. Pinwheel swallowed hard, "We fear he may be, well, a safety hazard for the citizens of Ponyville."

"Oh..." Pinwheel ducked her head, "Well, uh...if everypony stays out of his way, it's no problem. He isn't going to hurt anypony."

"That's just the problem, Miss Pin. We don't think we can *keep* everypony out of his way." The mayor sighed. With a toss of her mane, she motioned for Pinwheel to follow. Glancing behind at the café, Pinwheel saw the waiter boxing up her food. With a frown, she turned and followed the mayor. Food was her lowest priority right now.

The three of them strolled toward the square's central pavilion. Mounting the steps, the mayor swiveled around to face Pinwheel. "I had Miss Sparkle do some research on your friend." She began, "A few disturbing things popped up. Aside from being associated with, well, Death, the pony Reaper is rumored to bring plagues and misfortune."

"He sometimes makes creepy things happen, yeah, but that's not his fault. It's just how our world reacts to him." Pinwheel explained.

"That's just the thing, Pinwheel." Twilight interrupted gently, "Those things happen because he isn't supposed to be here. Pale Hoof belongs in the realm between worlds, not in Ponyville."

Pinwheel lowered her head. "I see."

"Applejack and Fluttershy told us about the turtle and the tree as well." The mayor continued, "I'm...concerned. I saw the tree myself – it was completely rotten. If he can do that to a tree, what can he do to a pony?"

What if somepony were to bump into him accidentally? Ponyville can get very crowded during the day. I won't have my citizens dropping dead in the street."

"C'mon..." Pinwheel responded weakly, "I've tried really hard to keep him from killing somepony by accident. He can't help it. All he wants is to see the mortal world and have a little fun. Having fun isn't a crime."

"Yes, but killing ponies is. While Pale Hoof may not be bound by pony laws, you are. If he kills somepony, even by accident, the punishment will fall on you. You're the closest thing he has to a living ambassador." The mayor warned.

Pinwheel's stomach turned. She snickered nervously through gritted teeth. "Hold on there. I'm not his ambassador or anything. We just went on a few dates. They weren't even really dates. Like I said to my friend Dizzy, it was just casual stuff..." The excuses fell weakly from her mouth. Twilight and the Mayor exchanged glances. Pinwheel went silent. It was true – as far as she knew, she was Pale Hoof's only contact on the living plane besides Princess Celestia. Licking her dry lips, Pinwheel looked back up at the two mares, "What, exactly, do you want me to do about him?"

The mayor let out a deep sigh. "Well, we can't tell you to stop being friends with him. My authority as mayor doesn't give me the power to break up relationships, even detrimental ones." She declared, "However, as Pale Hoof's friend and ambassador, you have to keep a check on him. Maybe...avoid the busier parts of the day. Go out at night after everypony is asleep. We have to avoid deaths any way we can."

"I understand." Pinwheel responded gravely.

"Try to keep him off the public grass, too. Dead patches are very ugly to look at." The mayor added, her stony expression breaking. A hint of a smile tugged at her mouth.

"Ab...absolutely." Pinwheel answered uncertainly.

"While I find your relationship with Pale Hoof a little strange, I suppose it's no stranger than Twilight's relationship with the Princess." The mayor concluded. Twilight grinned. Nodding to the two mares, the mayor

descended the pavilion steps, "That's about it, I suppose. Thank you for your time, Miss Pin."

Pinwheel gave the mayor a big false grin that faded as soon as the tan pony was out of sight. Sighing, she stared hopelessly at Twilight Sparkle. Taking a few steps closer, Twilight patted Pinwheel gently on the shoulder. "Sorry about all this."

Pinwheel stared down at the dirt. "The price of knowing a famous pony, I guess." She took a deep breath, "It's all right, though. As long as I keep him away from everypony, things should be just fine."

Twilight bobbed her head in agreement. "He seems to like you. Pale Hoof, I mean." She said, "I hope you two have fun together. I have to get back to the library. I'll see you around."

Pinwheel started. "Wait, Twilight!" Twilight paused, glancing over her shoulder. Hurriedly, Pinwheel dug into her saddlebags. She pulled out her notebook, scuffed and covered with graphite stains. Gripping it in her teeth, she handed it off to Twilight, who floated it over using telekinesis, "I wrote more of my story. You said you'd read it."

Twilight magically flipped through the pages before opening her saddlebag and dropping it inside. She looked down for a moment, frowning thoughtfully, before glancing back up at Pinwheel. "Pinwheel...this story...is it true?"

Pinwheel frowned sheepishly, staring at the cobblestones beneath her. "Y-yeah. Yeah, it is."

"So...you really were dead."

"Yeah."

"And those other two ponies?"

"They were real too. I saw their obituaries in the paper. It was...scary."

Twilight nodded solemnly. "My friends and I are headed to Appleloosa in a few days. I'll read it on the train and think it over while I'm there. Provided nothing strange happens, of course." Twilight smiled, "I'm really honored

that you're sharing this with me, Pinwheel. I can't imagine dying. It must have been really traumatic for you."

"It's something I'll never forget. At least, not while Pale Hoof's around." Pinwheel snorted, "Why're you heading all the way out to Appleloosa?"

Twilight grinned broadly. "Oh, you know. Applejack was so anxious about Pale Hoof's root rot that she's giving her favorite tree to her relatives for safe keeping. She just can't stand the idea of her trees getting sick. I keep telling her that's not how magic works, but she won't listen." Twilight shrugged, "You're welcome to come with, if you like. We could use an extra hoof."

Pinwheel hid her smile behind a hoof. "No...I'd better stay here. Make sure old Pale Hoof doesn't get into trouble."

"It's up to you." Twilight beamed, "I'd better go now. See you later, Pinwheel." With that, the purple unicorn turned back around and wandered off into the shifting crowd of ponies on the street.

Pale Hoof was there when Pinwheel arrived home that afternoon. She could tell by the fresh circles of dead grass outside in the yard. He hadn't bothered to knock this time. When Pinwheel arrived home, the screen door was open and Pale Hoof was in the back bedroom, sorting through Pinwheel's drawers as though trying to find something. He barely acknowledged her when she came in. With a fierce yank, he pulled open the bottom drawer and pushed aside Pinwheel's clothes. Smiling, Pinwheel trotted to the closet and turned the handle. Inside, on a single hanger, was Pale Hoof's cloak. With a flourish, she yanked the cloak off the hanger and offered it to him. Slowly, he turned around. Without a sound, he took the cloak in his teeth and draped it around his shoulders. Clumsily, he tied the drawstrings.

"It's...ah...it's not really polite to barge into somepony's house when they're not at home." Pinwheel said after a long silence. After putting on the cloak, he simply stared at her, not moving, not saying anything.

Several seconds passed. "I WANTED MY CLOAK." He answered.

"Well, it was right there waiting for you. I didn't do anything to it." Pinwheel shrugged, "Are you mad at me?"

"I HAVE THOUGHT ABOUT WHAT YOU SAID AT THE PARTY." He uttered, "I AM NOT A 'SOFTY', AS YOU PUT IT. I AM DEATH." The word 'softy' sounded so strange in his deep, otherworldly voice that Pinwheel couldn't help but giggle. At the sound of her laughter, Pale Hoof tilted his head curiously.

"It's just an expression, Pale Hoof." She replied, grinning widely at him.

"DEATH IS NOT SOFT."

Pinwheel shook her head, still smiling. "No, it's not. But if I told ponies you were cold and cruel and hard, they wouldn't like you very much." She explained, "Plus...I don't think you're that cold or cruel. I remember what you did for Fluttershy's turtle. A cruel pony wouldn't do that."

"IS THAT SO."

"Yes. And a cruel pony wouldn't keep giving me second chances. A cruel pony would just reap my soul and be done with it." Pinwheel asserted, "So I know you're not cruel at all. Don't try to pretend."

"I AM NOT SOFT."

"Pinkie Pie said it first, not me." Pinwheel replied with a wave of her hoof, "But I'm glad you're back anyway. We've got something to talk about."

"TALK, THEN."

"You certainly scared the mayor. She and I were chatting just a minute ago. We can't go out during the busy parts of the day anymore. She said it's better if we wait til everypony's off the streets. And you can't walk on any public grass because you kill everything you touch." Pinwheel recited. Pale Hoof stared at her blankly.

"THE LAWS OF MORTAL PONIES HAVE NO HOLD OVER ME."

"Yeah, well, they have hold over me. And as your official fleshy ambassador, I take the blame for your mischief. So keep off the grass,

okay?" Pinwheel bit back. Pale Hoof was silent for several seconds, then let out a chilly sigh that lowered the room temperature ten degrees.

"I WILL DO AS YOU SAY THEN, MADAME AMBASSADOR." He answered. Pinwheel grinned toothily.

"You know, it's funny." She giggled, gaze lowered to the floorboards, "Everypony, even the mayor, was calling you my coltfriend! They think we're an item. Can you even imagine it?"

Although his skull head could not make expressions, Pale Hoof seemed to frown. He tilted his head downward a bit, cocking it to the side. "COLTFRIEND?"

"You know...they thought we were...together. A couple." Pinwheel chuckled, "I know I said we went on a few dates, but those weren't real dates. It's not like we're going on romantic strolls in the moonlight."

"WE ARE NOT A COUPLE?" Pale Hoof asked. Pinwheel's eyes snapped open.

"Did...you think we were?" She asked.

"...POSSIBLY." Pale Hoof looked away, staring instead at the corner of her bedroom. Pinwheel snorted.

"We haven't gone on any romantic dates. It was just...friend stuff, I thought."

"WHAT IS A 'ROMANTIC DATE', THEN?"

Pinwheel blinked slowly. "Oh...like candlelit dinners...long sunset walks on the beach...ballroom dancing...kissing under the stars. Stuff like that. I don't know, Pale Hoof. I've never had a real coltfriend before. I just know about the romantic stuff I've read in books." Scratching her neck, Pinwheel's eyes once again dropped to the floor. Who knew if any of that stuff was romantic in real life? All she knew was that walking around Ponyville and scaring ice cream vendors felt more like friendship than romance. She didn't mind being friends with Pale Hoof, but she couldn't imagine snuggling up to him on a twilit tropical beach. For one thing, they couldn't even touch!

"KISSING." Pale Hoof echoed.

"Yeah. Real couples kiss and stuff." Pinwheel responded.

"I SEE." Pinwheel nodded, smiling cheerfully. What happened next was totally unexpected. Like a bolt of lightning, he was on her. Pale Hoof moved so quickly that Pinwheel couldn't even register it. One second he was across the room, the next he was looming uncomfortably close. His skull face hovered over hers. Pinwheel opened her mouth to say something, but it was too late. His exposed teeth brushed lightly against her cheek.

In the next second, everything went wrong. The bedroom window shattered and a wintry breeze punished the room. The lightbulb blew out and the closet door slammed. Pinwheel choked. Blood gushed out of her mouth. She doubled over and heaved. Crimson vomit splattered all over the floor. Tears spilled out of her eyes. All around, the shadows seemed to be moving, forming wicked claws and teeth. Invisible ghosts shrieked in her ears. Pinwheel's vision flashed in and out. Her body trembled violently. Pale Hoof stood impassively over her. With a final, pained '*hurk*', Pinwheel choked out the last of the vomit. There, lying in the pool of blood, was something pink and shiny. Eyes rolling, Pinwheel collapsed. A second later, she was dead.

Pale Hoof stood alone in the dark room. He looked down at Pinwheel's body. Aside from all the blood she'd lost, she'd hacked up part of her esophagus. Gently, he pushed her mouth open with his hoof and rolled the tissue back inside. He tapped her head - no blood pooled around his hooves, staining them crimson. There was no doubt – she was stone dead. Sighing, Pale Hoof lowered his head, preparing to breathe he soul back inside her. However, halfway, he paused. An idea began to form in his mind. His touch wouldn't hurt her if she was already deceased. They could have their romantic date after all!

"THIS WILL BE THE MOST ROMANTIC DATE EVER." He said quietly to the body, "WE'LL HAVE A CANDLE LIT DINNER AND GO DANCING, JUST LIKE YOU WANTED." He lifted her small body up with his head, rolling her onto his back. Pinwheel lay limp against his flank, her mouth still drizzling blood. If Pale Hoof had lips, he would have smiled. She would definitely want to be his marefriend after this.

Pinwheel awoke in a dark, lightless abyss. Slowly, as she came to, she felt a horrid stinging in her throat. Her body trembled with dry heaves. Rising shakily, she stared into the empty blackness. "Horse apples..." She sighed, dropping her head, "Not this again."

Suddenly, two spirits materialized from the darkness. They both wore hoods, but Pinwheel knew them almost immediately. "Hey there!" Thunderhead said in his friendly, open voice, "Welcome to the Afterlife! If you're here, it means you're dead. But don't worry, the Reaper will be here soon to send you off to—," He paused, eyes widening as he saw Pinwheel, "Hey! I remember you! You're the little filly who got away! Pinwheel!"

"Thunderhead?" Pinwheel asked. She looked at the other spirit, a small feminine figure, "Philomel?"

Philomel threw back her hood. Her pink mane seemed to glow in the low light. "You're Pinwheel. You faced the challenges with us back when we first died."

"Yeah!" Pinwheel exclaimed, "What are you two doing here? I thought Pale Hoo—err, I mean, Death—took you off to the Afterlife."

"Sure he did. But that doesn't mean we're stuck there. He asked us to watch his post for him while he was in the mortal world. Somethin' about seein' a mare, if I'm not mistaken." Thunderhead puffed out his chest, "So we're temporary stand-in reapers."

"Really, we just tell everypony when he'll be back..."

"Don't ruin the fun for me, Phil!" Thunderhead scolded. Philomel giggled, "But anyway...since you're here, that means you're dead. Again. Guess your luck ran out, Pin."

"So...I just...wait here until he comes back?" Pinwheel asked.

"Somethin' like that, yup. Feel free to wander around, find some other ponies to chat with. I think there's one or two around here. Besides us, I mean." Thunderhead confirmed, "I'll tell ya, Heaven's REALLY nice. Almost worth getting torn apart by an ursa." He chuckled.

Pinwheel shook her head. "No...this is a mistake. I died by accident. I have to find a way to get back to my body."

"Everypony thinks their death is an accident." Philomel intoned, "Heaven really is lovely, Pinwheel. It's better not to fight it."

"No! You see...*I'm* the mare Death's been seeing!" Pinwheel blurted. Both Philomel and Thunderhead stared at her in shock.

"You're kidding. Really? You're the boss's new marefriend? I don't believe it!" Thunderhead exclaimed, putting a hoof to his temples.

"It's true. And I need to get back to my body. Will you help me?"

Philomel and Thunderhead exchanged glances. "We could be in deep trouble if she's really the boss's date..."

"I don't want to break the rules, though..." Philomel whimpered.

"Let's give it a shot. There's no guarantee we'll even find the body." Thunderhead turned toward Pinwheel, his expression determined, "We'll try to help. But just understand...finding things in this place can be...difficult."

Pinwheel stared flatly into the featureless black void all around them. "No kidding."

Chapter 7

Dinner Date

Few things in life mattered to Pale Hoof. He had existed – not lived, but existed – since Equestria first rose up out of the sea. Time moved quickly for him. Empires rose and fell beneath his hooves. Tiny saplings became mighty forests in the blink of an eye. The mortal world was forever in flux. To him, it was like a play where the director brought in new actors and new props for every scene. No face ever appeared twice. Pale Hoof remembered all the faces and names he'd claimed over the many millions of years that this planet hurtled through the abyss. He could count a thousand ponies with blue hides and yellow manes, a thousand ponies with glasses, a thousand ponies with pinwheel shaped cutie-marks. Pinwheel, the pony he now devoted his attentions to, was not a unique mare. However, he did not see her as simply one of the endless souls he collected on a daily basis. She was one of the very few who'd earned a second chance from him. Those ponies had a special place in Pale Hoof's crusty, ancient void of heart. However, even among those unique equines, Pinwheel stood out. Pinwheel was the only pony ever to earn not one, but two second chances.

PERHAPS I AM TOO LENIENT. Pale Hoof thought as he hauled Pinwheel's body through the Ponyville square. He had the tip of her tail in his mouth, dragging her along the ground like a toy. Whenever she hit a bump, her body jumped like a dying fish. A wet trail of blood colored the street in her wake. *HOW MANY CHANCES SHOULD ONE PONY GET?*

These thoughts bothered Pale Hoof in a way he'd never experienced. Certainly, he had infinite power to take and restore life as he chose, but there were primordial, unspoken laws in Equestria that even he had to follow. Celestia obeyed them unflinchingly. When her sister threatened to upset the natural order, she was banished without remorse (or so it appeared to him). Right now, Pale Hoof was flagrantly defying these ancient laws, just like Luna. What would become of him?

The sun set gently over the rooftops of Ponyville. Pale Hoof came to a stop outside the charming outdoor café in the square. A lone waiter stood over

the tables, collecting the silverware for cleaning. He paused when he saw Pale Hoof, his mouth dropping open. Silverware clattered noisily on the cobblestones. "HELLO." Pale Hoof began, nodding to the waiter, "TABLE FOR TWO PLEASE."

The waiter said nothing. His eyes jumped between Pale Hoof's face and Pinwheel's bloody body. "Is...is that mare dead?" The waiter finally gasped, color draining from his face.

Pale Hoof glanced down at Pinwheel, then back at the waiter. "WE'RE HERE FOR A ROMANTIC DINNER."

"Oh...Oh Celestia..." The waiter gasped, turning faintly green. He stumbled backward, tripping over the edge of the tablecloth and landing on his rump, "Don't...don't come any closer!" Legs flailing, the waiter scrambled to his feet and galloped swiftly away, not pausing to look back. Pale Hoof let out an icy sigh. Dragging Pinwheel to the table, he propped her up at one end, straightened the table cloth, and sat down opposite her. With a wave of his hoof, he lit the candles. The wicks exploded with unholy green fire.

"I BELIEVE THIS IS WHAT YOU PONIES CALL DISCRIMINATION." He said to the corpse. Her head lolled loosely on her neck, "LIVE PONIES ARE THE SAME AS DEAD PONIES. AND YET THEY REFUSE US SERVICE. HOW RUDE."

The corpse, naturally, did not reply. Pale Hoof didn't expect it to. The green light cast a sickly glow on Pinwheel's yellow mane. Flies buzzed around her head. Pale Hoof was silent for several moments, simply staring at the corpse. Reaching over, he knocked Pinwheel's head with his hoof. Her head flopped. He poked her again. No matter how many times he prodded her, she didn't respond.

Pale Hoof lowered his head. He was still for a moment, trying to figure out what was wrong. He had the candles and the sunset. The giant red sun loomed heavy and hazy in the sky. Lacy, pink clouds rolled across the orange heavens. A few bats fluttered from the rooftops. Pale Hoof rubbed his chin with a hoof. According to Pinwheel's definition, this was romantic – a candlelit dinner at sunset. Yet...

"THIS ISN'T ROMANTIC AT ALL." He concluded. Rising from his seat, he bit the tip of Pinwheel's tail and dragged her from her seat. What was he

doing wrong? Pausing, he mentally listed the things Pinwheel called romantic: candlelit dinners, sunset walks, dancing, and kissing. He had all the right components for a romantic evening, yet it still felt flat. Somewhere along the way, he'd made a mistake.

Pale Hoof dragged Pinwheel down the street, deep in thought. The sky faded from orange to purple and finally to a deep blue. Pinprick stars glowed in the heavens. The Ponyville clock tower struck eight. Passing Sugarcube Corner, Pale Hoof caught a whiff of fudge baking. Lights still shined in the windows of the bakery. Mr. and Mrs. Cake had not yet turned the 'open' sign to 'closed'. If he could, Pale Hoof would have smiled. There was still a chance to save the date. Mares loved chocolate. Turning, he strode slowly to the bakery and scraped the front door with his hoof. After a few moments, the door pulled back to reveal Mrs. Cake, dressed in a fluffy cherry bathrobe, ready for bed. When she saw Pale Hoof, her pupils shrank. Her pink hair, normally piled high on her head in a swirled pompadour, fell droopily around her shoulders. "Oh...It's you..." Mrs. Cake muttered. Her eyes fell down to Pinwheel. She gasped sharply, "Is...is that a corpse? Uh...uh...we're closed!" With that, she made to slam the door, but Pale Hoof shoved his hoof in to jam it. Pushing back, he forced his way inside.

"I SMELL CHOCOLATE."

Mrs. Cake let out a squeal. Darting away from the door, she charged up the stairs, shouting her husband's name. "Carrot! Carrot!" She shrieked, "That awful death pony brought a corpse in our shop!"

Pale Hoof paused in the doorway. Enticing smells drew him toward the kitchen. There, the day's last batch of fudge sat cooling. Just as he started inside, a gasp sounded from behind him. Slowly, creakily, Pale Hoof turned his head. There, in the street, stood a cream colored pegasus. A scowl of disgust twisted her muzzle. "I knew this would happen." She growled, lowering her head like a bull about to charge. Her curly dark pink mane flopped in her face, covering hateful maroon eyes, "Let her go! Right now!"

"WHO ARE YOU?" Pale Hoof boomed. The pegasus stamped her hooves.

"I'm Pinwheel's REAL friend! Now let her go!" The pegasus shouted.

Realization dawned on Pale Hoof. "DIZZY TWIST."

"Yeah, that's right, buster. You better put Pinwheel down right now or I'm calling the cops!" Dizzy threatened, scraping her hoof against the cobblestones.

"WHY?"

Dizzy balked at him. "What do you mean, 'why'?" She spat, "You're dragging her body around like a bag of trash, you bony freak! I knew this would happen. I can't believe you're parading her around town like some...some gross trophy! That's sick. That's worse than sick!"

Pale Hoof glanced down at Pinwheel. "WHY? NOTHING ABOUT HER HAS CHANGED. SHE HAS THE SAME WEIGHT, THE SAME HEIGHT. HER PELT IS BLUE, HER MANE IS YELLOW. WHAT IS DIFFERENT?"

"She's DEAD!" Dizzy yelled, "You KILLED her! You KILLED your own marefriend!"

"IT IS BETTER THIS WAY. IF SHE IS DECEASED, MY TOUCH WILL NOT HARM HER."

"Won't harm her? You've *already* harmed her! Just go away!" Dizzy shouted. Her words echoed between the empty buildings, filling the street with her voice. Shutters opened. Sleepy ponies peered out of their windows. Mr. and Mrs. Cake huddled in the back of the bakery, crouching behind the glass display case. Seeing the onlookers, a cruel smile spread over Dizzy's face. She threw back her head and began to scream, "HELP! HELP! MURDER! MURDERER ON THE LOOSE!" She yelled, stamping her hooves on the ground. Ponies gasped. A few ventured out onto the street, craning their necks to get a better view.

Pale Hoof ground his teeth. "BE SILENT." He growled.

"MURDER! MURDERER ON THE LOOSE! GET THE GUARDS! HURRY!" Dizzy continued screaming, turning now to shout at the ponies in their houses. A handful ran off in search of the armored pegasi. Pale Hoof advanced from the bakery door, Pinwheel's tail falling from his mouth.

"I SAID, BE QUIET." He reiterated coolly. Dizzy continued to shout.

"MURDER! MURDER! GET THE GUARDS!"

"SHUT UP!" With a burst of unholy speed, Pale Hoof pounced on Dizzy. Sparks of green lightning flashed over his body, disintegrating his flesh and fur to reveal putrid bone. His great bony wings erupted from his back, sending showers of emerald sparks rippling along the cobblestones. The sparks devoured anypony who drew near, sundering flesh and leaving charred corpses in their wake. Only Dizzy was spared. He bore down on her, mouth gaping as if to swallow her whole. Dizzy fell back on her rump, tears spilling freely from her eyes.

"P-please..." She muttered. Pale Hoof's jaw yawned widely, whispering black mists spilling from his gullet. He loomed closer, his huge maw nearly around Dizzy's head.

"STOP!" A bright flash illuminated the dark street. Pale Hoof felt a sudden impact like a punch to the stomach. He fell hard on his side. When the light faded, he was back in his fleshy mortal form. As he rose, his knees quaked. He could barely stand for shaking. Weakly, he looked up. There, at the end of the street, stood Princess Celestia, her wide white wings at full spread. The tip of her horn shined with a blazing light that Pale Hoof could hardly bear to look at, "I will not allow this!"

"CELESTIA..." Pale Hoof wheezed. Her light made him sick to his stomach. As she approached, he collapsed back on his side.

Celestia looked over the charred bones of Pale Hoof's victims. "Revive them. Now." She commanded. Weakly, Pale Hoof rose again. Stumbling over to the corpses, he lowered his head and breathed their souls back inside them. Flesh re-grew over their charred bones and, in a moment, they were alive again. Eyes rolling and tongues lolling, they lurched to their feet like zombies. They hobbled about weakly for a few moments before regaining their balance. As soon as they were able to stand again, they darted fearfully away from Pale Hoof. Watching the newly revived ponies, Celestia nodded and dimmed the light on her horn. Pale Hoof let out a pained gasp. With the holy light dimmed, he felt the strength return to his limbs. Dizzy scurried away, vanishing into the crowd of ponies gawking at the princess.

Pale Hoof gazed over his shoulder at her. "WHY..." He rasped, "...ARE YOU HERE?"

Two pegasi guards flanked Celestia. Bowing, one of them presented her with a scroll. Unfurling the letter magically, Celestia scanned it then turned to Pale Hoof. She cast it down at his feet. On the paper, Pale Hoof could see the Mayor's signature. "The mayor wrote to me, saying you were here and that you'd made friends with a mortal mare." Celestia sighed. Her eyes were hard and bright, "I expected to find you a changed colt. But instead...I find *this*."

"THIS IS NOT YOUR CONCERN."

"The events of Equestria are absolutely my concern!" Celestia boomed, "What you have done here is a travesty!"

Pale Hoof looked around. He let out a bitter chuckle. "THIS..." He hissed, "IS NOTHING."

"You will be silent." Celestia's eyes darted over to the bakery. Pinwheel lay sprawled on the front step, still as a stone, "That pony...why is she still dead?"

"He killed her!" Someone in the crowd shouted. Pale Hoof turned just in time to see Dizzy vanish back into the mass of ponies.

Celestia grew very still. "Is this true?"

Pale Hoof gazed at Pinwheel's corpse. "YES."

"Bring her back."

"NO."

"Do it." Celestia insisted.

"YOU MAY BE THE QUEEN OF THIS LAND, CELESTIA, BUT YOU DO NOT RULE OVER ME." Pale Hoof growled, "I WILL NOT RESTORE HER."

Celestia's expression hardened. "And why not?"

"IF I REVIVE HER, THEN..." Pale Hoof's voice dropped to a whisper, "WE'LL NEVER BE ABLE TO HAVE A ROMANTIC DATE..."

Celestia's eyes widened. Slowly, she advanced toward the corpse draped over the bakery stoop. Lowering her head, she flipped Pinwheel over with her horn. Frowning, she gazed at the little blue mare. Red gashes glowed on Pinwheel's chin and belly, places where the cobblestones scraped away her fur. "This poor pony..." She whispered. Turning her head sharply, she glared at Pale Hoof, "Am I to believe this is truly the object of your affections?"

Pale Hoof was silent for a moment. "YES."

"I thought you had changed, but you have not." Celestia sighed, "You're the same as you were a thousand years ago." Her pastel colored mane flowed behind her as she turned and approached Pale Hoof. Pale Hoof stumbled backward. She gazed at him sadly, "Come with me to Canterlot."

"NO."

"Matters of Equestria fall under my jurisdiction, Pale Hoof. You are in my lands, so you must follow my orders."

"DON'T FORGET WHO GRANTED YOU YOUR IMMORTALITY, CELESTIA." Pale Hoof hissed.

Celestia let out a deep sigh. "Please."

Pale Hoof glanced surreptitiously toward the corpse. He couldn't just leave Pinwheel alone here. There was no telling what these panicked ponies would do to her. "BRING THE BODY."

"If we must." Celestia nodded to her guards. Gingerly, they approached the corpse. Carefully, they lifted it into the air, carrying it between them. Pale Hoof watched intently as they moved Pinwheel, not once taking his eyes off them. Gazing steadily at Pale Hoof, Celestia lifted delicately into the air. Pale Hoof followed, his dark wings materializing from his spine. The four of them flew silently into the night.

"Are you guys sure you know where we're going?"

Thunderhead turned around to face Pinwheel, walking backwards into the abyss. "Trust us; we're substitute reapers." Philomel giggled quietly, hiding

her mouth with her hoof. Thunderhead gave a big, goofy grin and continued, "And...because we're official substitute reapers, we have official substitute reaper powers."

Pinwheel narrowed her eyes at him. "And just what are these official substitute reaper powers?"

Thunderhead's teeth were big and white. "Give me a moment and I'll show you! Want to help me out here, Phil?" He turned back around, tugging on Philomel's substitute reaper cloak. Philomel giggled again, swatting him playfully with her hoof. Seeing them made Pinwheel feel warm inside. Here they were, both smiling and laughing despite their gruesome deaths. They acted as though being 'substitute reapers' was a treat, not a curse. Philomel paused in her tracks and turned toward Thunderhead. She lifted a sparkling cream hoof. Nodding, Thunderhead lifted the same hoof, touching his foot to hers. Closing their eyes, they began whisper. Their words were inaudible but, even if Pinwheel could hear them clearly, she doubted that she'd what they were saying. The void around them sparked and thundered like a roiling storm cloud. Pinwheel took a few skittish steps back.

A green bolt of lightning burst from the abyss and ripped the air asunder. The bolt struck and tore a gash in the very fabric of the realm. Pinwheel let out a sharp gasp, shielding her eyes. Pale light poured from the chasm. Tentatively, Pinwheel approached it. Through the gash, she could see starlight. "Is that...Equestria?" She breathed. Looking down, she could see sprawling green fields and tall purple mountains, all awash in moonlight.

"Righto!" Thunderhead answered cheerily, "This realm lies right on top of Equestria. The reaper has the power to open up gateways between the realms. If you're really dating the boss, you should've seen him do it a couple o' times already."

Pinwheel's thought flashed back to their first date and how Pale Hoof had dramatically dropped from the sky. "Yeah. I have. What'll happen if I go through it?" Experimentally, Pinwheel lifted her hoof and jabbed the air inside the portal. Nothing happened.

"Erm. Nothing." Thunderhead answered.

"We think." Philomel added.

"Right. You should be safe as long as we're careful. We're...not actually *supposed* to do this, ya know. We're just supposed to mind the realm while Death's gone. But since you're the boss's date, well, I don't think he'd mind." Thunderhead grinned awkwardly, "Anyway, don't go through that portal. We'll make one above Ponyville so you can get home. Ya still live there, right?"

Pinwheel smiled. "Right. So you can find Ponyville in this realm?"

"Sure! Thanks to the Reaper powers, we can kinda see through the darkness into Equestria. It's jus' a matter of finding Ponyville an' rippin' open a portal!" Thunderhead declared cheerfully. With another wave of his hoof, he sealed the first portal and motioned for Pinwheel to follow, "Won't take long, I promise."

"I trust you."

"Great. *Hopefully*, your trust is well placed." Thunderhead chuckled, strutting about and continuing into the void. Philomel tittered quietly and trailed after him. Pinwheel came last, watching their backs as they sauntered forth. Their reaper cloaks weren't pitch black like Death's, but tinted faintly with color. Philomel's had a hint of pink and Thunderhead's a hint of red, "Like I said, we aren't supposed to do this. And, uh...my aim isn't so good."

Pinwheel stopped in her tracks. "What do you mean, 'aim'?"

"We'll have to use our reaper powers to propel you through the portal into Ponyville. Like a slingshot. It takes a lot of power to move between realms. You can't simply step through." Philomel answered quietly. Pinwheel swallowed hard.

"So...uh...how much longer til we're over Ponyville?" Pinwheel licked her lips, throat suddenly dry. Sweat prickled on the back of her neck.

Thunderhead glanced over his shoulder at her. "Oh, don't look so frightened! We can do it. Besides, you're already dead. What's the worst that could happen?"

"The trauma of being propelled into another realm unprepared could shatter her soul." Philomel answered helpfully, "You know that, Thunderhead."

Thunderhead's grin turned into a grimace. "Ooooooh...forgot about that one." He turned his gaze back to Pinwheel, "But, uh...that doesn't happen often. Or so I'm told. But, you know, just be aware! We're not permanent reapers – we don't even have all the powers! – but we'll do our best to get ya home safe."

Pinwheel's jaw tensed. "It's...good to be well-informed..." She replied through gritted teeth, "I guess..."

Chapter 8

Pinwheel Rises Again

With its purple and yellow striped onion domes, gleaming white spires, and fluttering fuchsia banners, Canterlot looked more like a work of art than a serviceable city. Everything about it was impractical, from its confused layout to its delicate construction. If there was ever an earthquake, Pale Hoof was sure that the city would come crashing down in a second. The steamy waterfalls and the arching golden bridges would do nothing to protect it. Pale Hoof took a moment to contemplate the image as he and Celestia approached the city. The mountains would rumble and the city would topple over like a stack of china plates, smashing messily on the rocks below. He had to stifle a chuckle. Celestia peered at him sidelong, a deep frown tugging at her mouth.

"We'll have to leave Miss Pinwheel in storage. I hope you understand." She said, nodding to her two attendant guards. They carried Pinwheel's body between them. They looked at each other and lifted into the air. Pale Hoof held up a hoof to stop them.

"NO. SHE STAYS WITH ME." He ordered. The pegasus guards hovered uncertainly ten feet off the ground, looking between Pale Hoof and Celestia. Celestia's scowl deepened.

"Pale Hoof, I must remind you that you are not a guest here. You killed my citizens and, while you brought them back to life, your actions still count as murder." Celestia's stony façade broke and she let out a deep, mournful sigh, "My sister and I owe you much. Arresting you would be improper. Even so, we must negotiate the terms of your stay in Equestria. I cannot have you murdering my little ponies left and right."

"I WANT THE BODY. YOU WILL LEAVE IT WITH ME." Pale Hoof insisted. Exchanging glances, the pegasi dropped back down to the ground and placed the body at Pale Hoof's feet. Celestia did not move to stop them. Pale Hoof lifted the body with his neck and let it roll limply onto his back.

Celestia closed her eyes. "You always *were* unreasonable."

"I AM DEATH."

"True. You cannot help what you are." Celestia beckoned with a hoof, "I want to know why you're here. About Pinwheel. Accompany me to the palace." Her horn glowed as she magically lowered the drawbridge. Pale Hoof nodded, following the princess inside the city. The roads were deserted. Even the streetlights were out. Pale Hoof couldn't tell time very well – time did not pass in his realm as it did in Equestria – but he knew the difference between night and day. Ponies slept at night. Even Celestia's natural ambient light did not draw her subjects out. She led him through the dark, silent streets toward the majestic white palace in the heart of Canterlot. More armored pegasi greeted them at the palace gate, lowering their heads in respect for Celestia. Pale Hoof could feel them peering at him beneath the visors of their helmets.

The interior of the palace was as cold and silent as the streets outside. While lanterns illuminated the great halls, there were no ponies. All the servants were probably in bed. Even the pegasi guards were quiet, their eyes drooping sleepily as they followed the princess. Pale Hoof looked around the brightly colored entrance hall, inspecting the massive dovetailed staircase and the giant golden alicorn statue. Large windows looked out over the valley. Below the mountain, Pale Hoof could just make out the scattered lights of Ponyville. From the tallest towers of the palace, Celestia could probably see all of Equestria. "THIS IS YOUR NEW HOME?" Pale Hoof asked finally. Celestia peered over her shoulder at him, "IT IS NOT AS GRAND AS THE PALACE YOU HAD IN THE EVERFREE FOREST."

The corner of Celestia mouth twitched with a hint of a smile, "Yes, but I would live anywhere as long as I can watch over my ponies." Her small smile faded, "I could not stay in the old palace, though. Not after what happened with Luna. Too many painful memories."

"WHERE IS LUNA?"

"Out. She has many duties to attend to during the night." Celestia smiled, a faraway look in her eyes, "I'm so proud of her. She's readjusting beautifully in spite of what happened. It's still a little too early for her to meet the citizens, though."

"I SEE."

Celestia mounted the stairs, turning toward Pale Hoof. "But let's talk about you instead. It's been centuries since you last visited Equestria. All of a sudden, the mayor of Ponyville writes me and says you've dropped in and made a friend. That's the last thing I expected from you." Celestia frowned at the small blue body draped over Pale Hoof's back, "Though...I think you need a few lessons in how friendship works."

"SHE IS NOT MY FRIEND. SHE IS MY DATE." Pale Hoof answered, "I DO NOT WANT TO BE FRIENDS."

"Then you need a few lessons in how romance works. I won't be the one to give them, though. Even so, why would Death himself return to Equestria for a single pony?" Celestia asked, "As I recall...you never paid much attention to individual ponies."

"THIS ONE IS...SPECIAL." Pale Hoof replied, looking over his shoulder at Pinwheel. He nudged her head with his nose. She reeked of blood, "SHE WON A SECOND CHANCE FROM ME. TWO SECOND CHANCES. THAT MAKES HER DIFFERENT."

"Then doesn't she deserve to be alive?" Celestia asked gently, "Feelings of love aren't worth much if one pony can't reciprocate."

Pale Hoof looked down at Pinwheel's corpse, then back at Celestia, then down at the corpse. "IT'S BETTER THIS WAY."

"But why?"

"MY TOUCH KILLS EVERYTHING. PINWHEEL SAID THAT REAL COUPLES KISS. I CANNOT KISS HER IF SHE IS ALIVE. AND I DO NOT WANT TO BE JUST FRIENDS." Pale Hoof answered, "IF SHE IS DEAD ALREADY, THEN I DO NOT HAVE TO WATCH HER GROW OLD. MORTAL PONIES HAVE VERY SHORT LIVES. I WOULD LIKE IT BETTER IF PINWHEEL STAYED LIKE THIS FOREVER."

Celestia shook her head. "Mortal lives are beautiful because they are short, Pale Hoof. I would like it if all my students remained with me forever as well, but it can't be that way. So we must love the time we have with them instead of mourning their loss." She explained gently, "You don't even have to worry about that. When the ponies you love die, you're there to walk them into the Afterlife. There's no reason for this morbid display."

"PINWHEEL SAID COUPLES KISS. IF WE DO NOT KISS, WE ARE NOT A COUPLE." Pale Hoof reiterated. Celestia covered her face with her hoof.

"There are all types of couples, Pale Hoof..." Celestia began, but soon fell silent. She continued up the staircase, pastel mane rippling weightlessly behind her. Pale Hoof trailed after her, "Expressions of love are important, but..." She let out an exasperated sigh, "Haven't you considered how Pinwheel feels? Don't you think she's scared...or hurt...or confused that you did this?"

Pale Hoof glanced back at Pinwheel. "SHE'S DEAD. SHE DOES NOT FEEL ANYTHING."

"You know what I mean. Don't you have more fun with her when she's alive?" Celestia tried, a note of desperation in her normally serene voice, "If you're going to stay in Equestria, I can't have you dragging a corpse everywhere you go."

Pale Hoof paused for a moment. Sitting at the table with Pinwheel's corpse wasn't very fun. When she was alive, ponies didn't run and scream when they saw him. They could go buy fudge at Sugarcube Corner or get ice cream together and, while ponies would stare, they wouldn't run. Pinwheel laughed and smiled with him when she was alive. Pale Hoof found he liked the sound of her laugh. She talked to him and said funny things too. When she was dead, she was quiet and unmoving. Other ponies seemed to like him better when Pinwheel was alive by his side. But if she was alive, she'd get old and die again in the blink of an eye. What point was there to bringing her back to life if she would just die soon anyway? "IT'S FINE. EVERYPONY WILL GET USED TO IT."

Celestia sighed again, shaking her head.

The portal to Equestria opened just as the Ponyville Clock Tower struck midnight. Pinwheel appeared hundreds of feet above Sweet Apple Acres, floating precariously as blue clouds rolled by beneath her. "He-hey! We made it!" She grinned broadly, looking around. As soon as her eyes found the ground, though, Pinwheel began to plummet. Flailing and screaming, she descended rapidly toward the earth. Just before she hit, Thunderhead zoomed down and scooped her up under her forelegs.

"Whoah there, little filly." Thunderhead laughed, gently setting her down on the grass. Pinwheel gasped, dropping onto her knees and kissing the ground. Thunderhead kept chuckling. Pinwheel glanced up at the colt. She could see the stars and clouds moving behind him, as though he were a pane of purple tinted glass.

"You're see-through!" She exclaimed, hopping to her feet. Thunderhead looked down at himself curiously.

"So I am."

Philomel descended to meet them, light as a summer breeze. She floated gently five feet above the ground. She, too, was transparent. Pinwheel could see the stars shining through her pale body. "We're intangible in this world, Pinwheel." She explained softly, "So that makes us see-through."

"And we can float too?" Pinwheel exclaimed, gaping up at Philomel as she hovered, "Why didn't you guys tell me this BEFORE we went through the portal? I was having a panic attack!"

"You fell because you thought you would fall." Thunderhead explained, "That's kinda how it works for spirits. Like, if you *think* that you can walk through walls, you can just go and stroll right through 'em without a care in the world. But if you think you *can't*, well, you'll just knock your head."

Pinwheel looked down at her hooves, frowning. Closing her eyes, she pictured herself floating. When she opened her eyes, her hooves were a few inches in the air. Before Pinwheel even had a chance to smile, she dropped heavily back to the earth. She sighed, disappointed. "That isn't as easy as it sounds."

Philomel drifted over to her and patted her reassuringly on the head. "It takes a while to get used to." She said, "I couldn't get it right away either."

Pinwheel shook her head and puffed out her chest. "It doesn't matter! I'll be back in my body soon anyway." Trotting along the grass, Pinwheel looked around, "Okay, so we're near Sweet Apple Acres. My house is just down the road. This shouldn't take long at all."

Philomel frowned. "Are you sure? It's been a few hours since you died."

Thunderhead nodded. "Yeah. And the boss hasn't revived you yet. Maybe somepony took your body."

"Well, the house is a good place to start either way!" Pinwheel declared. Following the road, they soon came to her small cottage. The screen door stood open, flapping noisily in the night wind. A trail of blood covered the front steps, leading through the garden and down the road. Pinwheel's heart sank. She dashed inside, running for the back bedroom. A large pool of blood, smeared by hoof prints, covered the floor where her body used to be. Swallowing hard, she looked out the window and followed the drying blood trail with her eyes. It led right down the dirt path to Ponyville. Thunderhead and Philomel followed her into the bedroom, grimacing at the puddles of blood, "He took it!" Pinwheel growled, baring her teeth, "Death took my body!"

"But where'd he take it?" Thunderhead asked. Curiously, he sniffed the pool of blood and gagged. Small clouds of flies drifted over the puddles.

"That stupid colt! He took it to Ponyville. I know he did! Oh Celestia, I hope nopony saw him. Ooooh, he's in SUCH trouble!" Pinwheel raved, tearing past Philomel and Thunderhead. She stormed along the bloody trailed, galloping as fast as she could toward Ponyville. Thunderhead and Philomel floated along in her wake.

"Think about it, Pinwheel! It's been hours and that blood didn't look fresh. Your body could be anywhere!" Thunderhead called from behind her. Pinwheel didn't slow down.

"Then we'll look for clues in the town! I'm not leaving without my body!" Pinwheel snarled. How could he? His skull face was enough to put anypony on edge. The small hauntings he caused made it even harder for others to accept him. Pinwheel told him these things over and over again. He should know by now not to do anything creepy around the other ponies. Yet he still dragged her body out of the house and took it to Ponyville, of all places! Did that stupid colt listen at all? There'd be a riot if everypony say him hauling a corpse around.

As they reached the town, Pinwheel came to a halt in the square. The square was deserted. Even so, Pinwheel could catch the sound of ponies talking from a nearby side street. Sharply turning down the street, she found herself near Sugarcube Corner. Mrs. Cake stood sobbing on the

front step, her hooves covered her face. Mr. Cake stroked her lank mane with a hoof, whispering soothing words while other ponies gathered around. Slowing down, Pinwheel approached the scene. Stopping a few feet away, she glanced over her shoulder at Thunderhead and Philomel. "Can they see us?" She whispered.

Thunderhead shook his head. "Only if you get really close. Just concentrate real hard on being invisible and it shouldn't be a problem."

"Got it." Tentatively, Pinwheel approached the crowd. *I'm invisible. I'm invisible.* She repeated over and over again in her head. Shuffling past the other ponies, she crept closer to Mrs. Cake. The older mare looked as though she'd seen a ghost. Her face was deathly pale despite the tears streaming down her cheeks. A hard lump of guilt settled in the pit of Pinwheel's stomach. Judging by the blood all over the cobblestones, Pale Hoof had been by here.

Mrs. Cake wiped her eyes futilely. She opened her mouth to speak, but her words were choked by tears. "Oh, Carrot! I...was...so scared! Why won't that awful skull pony leave us alone?" She gasped between sobs. Mr. Cake gently rubbed her back.

"There, there, dear. The Princess will teach him a lesson, I'm sure." Mr. Cake replied, nuzzling his wife. Mrs. Cake threw her forelegs around his neck, burying her face in his chest. Mr. Cake stroked her mane lovingly. He turned toward the other ponies gathered around, "Thanks for your concern, everyone. It's getting pretty late, so why don't you head home? Sugarcube Corner will be open as usual in the morning."

Pinwheel stood stock still as the other ponies departed. Mr. Cake helped his wife to her feet and led her inside, closing the door softly behind them. Turning, Pinwheel looked up at her floating spirit companions. The 'skull pony' could only be one colt. Even so, the mention of the Princess made Pinwheel's skin prickle with nervousness. Why was Celestia in Ponyville? What had Pale Hoof done that warranted a 'lesson'? Again, she glanced down toward the blood on the cobblestones. She suppressed a shudder. "Pale Hoof, you dummy..." She sighed.

"So...what? Do you have a lead?" Thunderhead asked after a few moments.

"Yeah. Princess Celestia took Death to Canterlot." Pinwheel answered, "I'll bet you anything that my body's there too. But we'd better hurry."

"Right!" With that, Thunderhead swooped down and plucked Pinwheel off the ground. Flying as fast as they could, the three zoomed off toward Canterlot.

"How long will you be staying in Equestria?"

"I DO NOT KNOW."

Pale Hoof and Celestia sat in the palace garden. The moon was bright and heavy overhead, free of the distinctive markings the signified Luna's imprisonment. Pinwheel's corpse lay at Pale Hoof's feet, surrounded by a halo of dead grass. The princess lowered her head, sighing deeply. Her shoulders rose and fell. "I've never claimed to understand you, Pale Hoof," She began, "But...I...for the safety of my ponies, I don't think I can let you stay. It's just too dangerous and...I don't feel you properly understand how mortal ponies work."

"THEY LIVE, REPRODUCE, AND DIE. WHAT IS THERE TO UNDERSTAND?"

"You've been with Pinwheel. Don't you see there's more to her than that?" Celestia tried. Pale Hoof simply stared at her, "If you don't see a difference between a live pony and a dead one, it's not safe to let you stay here. I'm sorry."

"I WANT TO STAY WITH PINWHEEL." Pale Hoof rose to his feet, "I WILL MIND THE LIVING PONIES AND I WILL NOT HURT THEM. IF PINWHEEL'S LIFE IS THE PRICE OF MY STAY, I WILL ACCEPT IT." Pale Hoof lowered his head, touching his nose to Pinwheel's face. Celestia watched him curiously. Slowly, Pale Hoof opened his mouth and breathed softly on the corpse's cheek. Nothing happened. Pale Hoof stepped back and waited. Pinwheel remained still.

"Nothing happened." Celestia concluded after a few moments, "Is something wrong?"

"SOMETHING IS INDEED WRONG." Pale Hoof replied. Dropping his head, he tried again. Still nothing, Pinwheel was as dead and motionless as the dried grass she sat on. "HER SOUL IS GONE. I CANNOT FIND IT."

"It's gone? But how could it be gone?"

"I DO NOT—"

A sudden stirring from the body interrupted them. Slowly, both Celestia and Pale Hoof turned toward the corpse. Weakly, the corpse began to rise. One hoof at a time, Pinwheel struggled to her feet. She slipped a few times, her fragile knees unable to support her, but finally managed to stand. Teeth grinding, she lifted her head. Red, raw wounds still dribbled on her chin and belly, leaking droplets of black blood onto the grass. When she opened her mouth to speak, part of her esophagus flopped out. It hit the grass with a wet '*fwap*'. Her small blue chest heaved with painful, rasping breaths. Her eyes pulsed with angry red veins. She took a few staggering steps toward the god ponies.

Celestia rose to her feet, turning sharply toward Pale Hoof. "Is this your doing?"

Pale Hoof shook his head. "NO."

The thing that was once Pinwheel doubled over and vomited blood. She let out a tiny pained cry, tears streaming down her cheeks. Pale Hoof and Celestia quickly backed away. "Pale Hoof..." The reanimated body rasped, voice thick and gravelly, "You big dummy!"

Chapter 9

Death and the Maiden

Philomel and Thunderhead exchanged glances. Pinwheel stood panting on the circle of dead grass, shedding blood and bits of skin everywhere. Her body was falling apart before their eyes. She staggered unsteadily toward Celestia and Death, her knees bending in unnatural ways as she tried to stay upright. "You...big dummy..." Pinwheel rasped. Breath whistled noisily in and out of her lungs, "Look what you did..."

Thunderhead closed his eyes in horror. "We messed up, Phil." He muttered. Philomel nodded, hiding her face with her hooves. The two spirit ponies retreated, watching from a safe distance. Nothing about Pinwheel looked right. Her movements were twitchy and uncertain, as if she didn't know if her joints would hold. Flies buzzed around Pinwheel's head. Dried blood matted her fur and mane. Neither Pale Hoof nor Celestia spoke. Celestia stared aghast at the abomination, her pink eyes wide, but Pale Hoof made no expression. Slowly, creakily, the bone pony turned toward the two spirits

"THIS...IS AN INSULT." He rumbled. Dark tendrils leapt from his mouth and dragged Philomel and Thunderhead from their hiding spot. The two spirit ponies squealed in fright, struggling to break free, but the dark energy held them in place. Gasping, Philomel looked down at herself. Bit by bit, the dark coils were burning off her invisibility. She looked as solid and colorful as she did when she was alive. The same was happening to Thunderhead. They both writhed in agony, "THIS IS THE LAST TIME I LEAVE YOU TWO IN CHARGE."

Celestia whirled around to see the two spirit ponies. "Who are these two?"

Pale Hoof closed his mouth, but the dark tendrils remained, curling themselves again and again around Philomel and Thunderhead. "A PAIR OF SPIRITS. I ASKED THEM TO MIND MY REALM WHILE I WAS OUT." He answered. Looking toward the shaking abomination that used to be Pinwheel, he let out a cold sigh, "IT APPEARS I MADE A MISTAKE."

Pinwheel, shaking and drooling blood, glanced toward the two spirits. "L-let them go...! They...they helped me!" She wheezed. Pale Hoof did nothing. Tottering on unstable legs, Pinwheel teetered right up to Pale Hoof, "Th-they did it because I asked them to!"

"LEAVE YOUR BODY RIGHT NOW." Pale Hoof ordered. Pinwheel snarled at him, "DO IT. THIS IS AN IMPROPER RESURRECTION. YOUR BODY IS TOO DAMAGED TO HOLD A SPIRIT. I MUST FIX IT."

Pinwheel spat blood on his hooves. "Wh-who cares...if it's pr-proper or not!" She gasped, "I-I have something I wa-wanna say! A-and you're gonna listen!"

"PINWHEEL. YOU NEED TO LEAVE YOUR BODY NOW." Pale Hoof repeated, "PLEASE."

"N-no! Not be-before I tell you what I-I think!" Pinwheel gurgled wetly, "An-and you better r-r-release my friends! They're th-the only re-reason I made it back at-at all!"

Letting out a low, rumbling growl, Pale Hoof opened his mouth and sucked the dark tendrils back inside. Philomel and Thunderhead gasped, their bodies fading back to translucency. Quivering, they stumbled to Pinwheel's side. "I'm so sorry." Philomel whispered, wrapping her intangible hooves around Pinwheel's trembling neck, "We thought that if you just jumped back in your body, it'd be fine..."

"FOALS. THAT ISN'T HOW RESURRECTION WORKS. ALL YOU'VE SUCCEEDED IN CREATING IS A ZOMBIE." Pale Hoof boomed. Philomel and Thunderhead both winced, their ears going down.

"You oughta listen to him...He knows a little bit more about this stuff than we do..." Thunderhead whispered, blushing guiltily and rubbing the back of his neck, "We messed up pretty bad, Pin. We didn't wanna make ya a zombie..."

"Z-zombie or not...I'm not going *an-anywhere* until I s-say wh-what's on my mind!" Pinwheel wheezed. Waving the spirits away, she looked back up at Pale Hoof, her decaying face set in a mask of grim determination. The reaper pony gazed down at her blankly. Frowning, Philomel and

Thunderhead retreated. Pinwheel jabbed a hoof at the reaper, "Now...I-look here, Mister Reaper...I've been pretty nice to you so far..."

"PINWHEEL, THIS IS NOT THE TIME."

"You be quiet! It's my turn to talk!" Pinwheel yelped with surprising energy. Her knees trembled with the force of her yelling, "I've been r-re-really nice to you! I d-didn't mind when you sh-showed up at my house in the m-middle of the night...or when y-you left a *h-huge* pile of bones outside my bedroom window...or when you r-ruined my lawn...or any of that stuff! I...I even fought w-with my *b-best friend* over you! I put up with the creepy th-things you cause and I was e-even getting used to your big, gross skull head! But *this*...THIS is *TOO FAR*, Mister Reaper!"

"PINWHEEL, I..."

"NO! Enough is ENOUGH!" Pinwheel shrieked, "You...KILLED ME and then...then you dragged my body all through town! You scared Mrs. Cake so bad that she started crying! And...and all that blood in the street! I know you killed somepony! You don't listen to me at all, do you? And now you're being mean to my friends, who helped me get back here! Well, listen to *this*, buster! If you wanna be MY coltfriend, you better SHAPE UP and quick!"

"COLTFRIEND?" Pale Hoof repeated, tilting his head curiously. Pinwheel let out a guttural roar and, with a hard swipe of her hoof, smacked him across the face. With a loud '*pop*', the skull flew off his neck and bounced on the grass at Celestia's feet. Smiling triumphantly, the zombie Pinwheel keeled over on the grass, dead. For several seconds, nopony moved. Celestia stared wide eyed down at the skull. Philomel and Thunderhead floated nearby with their mouths wide open.

Calmly, Pale Hoof walked over to his skull. Carefully, he picked it up between his hooves and affixed it back on the end of his neck. Skull firmly in place, he strolled over to Pinwheel's body and breathed into her mouth. Before everypony's eyes, the wounds on her chin and belly healed. Her blue eyes popped open and she let out a hearty gasp. Pale Hoof stepped back. Fully healed, Pinwheel scrambled to her feet. She blinked once, twice, then glared at Pale Hoof.

"And...and another thing!" She began, "I—"

"I AM SORRY." Pale Hoof apologized, lowering his head. He touched the grass near her hooves with his nose, "TO QUOTE THUNDERHEAD...I...'MESSED UP'."

Pinwheel's expression softened. She peered at him curiously for a moment before frowning again. "Uh...yeah. Yeah! You did. You messed up pretty bad!"

"I MESSED UP." Pale Hoof repeated, "AND I MADE YOU MAD. I DO NOT LIKE IT WHEN YOU ARE MAD."

Pinwheel struggled to keep frowning. "Yeah...well..." She muttered, averting her eyes, "That's...that's really not how you should treat a marefriend. Seriously."

"I KNOW. I REALIZE NOW, I HAVE MORE FUN WITH YOU WHEN YOU ARE ALIVE." Pale Hoof lifted his head just a little to meet her eyes, "WILL YOU FORGIVE ME?"

Pinwheel looked at her two spirit friends and then up at the Princess. Princess Celestia gazed inquiringly down at Pale Hoof, mouth slightly open as though she'd never heard such words before. Meeting Pinwheel's eyes, the princess nodded solemnly. Biting her bottom lip, Pinwheel looked back down at the reaper. "Oh...just stop it. I forgive you, all right?" She sighed, covering her face with her hoof, "But you better not pull a stunt like this ever again. At least not while I'm around."

"ON MY HONOR." Pale Hoof replied, straightening up. Pinwheel smiled pityingly at the tall grey pony, shaking her head.

"You big dumb colt. What would you do if I wasn't here to watch you?" She exhaled, "I'll just have to keep an eye on you next time, I guess."

"Actually, that's exactly what I was thinking." All four ponies turned toward Princess Celestia. The princess smiled gently down at Pale Hoof and Pinwheel. Still frozen in place, Thunderhead and Philomel gawked at each other, "Pinwheel, this is the first time I've ever seen Pale Hoof listen to anyone other than me. I am truly impressed. Would you do me the honor of watching over him during his stay in Equestria? I think he could learn a lot about mortal ponies from you."

"Princess, that's not a good idea!" Thunderhead interjected, "You saw what he—" Pale Hoof stared icily at him. The yawning darkness of the bone pony's eyes chilled Thunderhead to the core. Pale Hoof's jaw dropped open and wispy curls of darkness spilled out. Invisible monsters screamed in Thunderhead's ears. Quickly, the purple colt looked away, mouth firmly shut. Pale Hoof closed his jaw.

"I think the Princess knows a little bit better than we do, Thunder." Philomel whispered gently. Thunderhead grimaced, but nodded.

Pinwheel blinked thoughtfully, rubbing her chin with a hoof, "Well...the mayor already named me his ambassador anyway. I guess this just makes it official." She closed her eyes and took a deep breath, "I'll do it. But...he doesn't have to move in with me, does he?" Pinwheel gazed pleadingly at the Princess

Princess Celestia chuckled. "Only if you want him to. But I think it would be good if you kept him close. Sometimes when it comes to mortal ponies, Pale Hoof doesn't understand much. Living with a mortal pony might show him how to behave. It would be best if you let him stay with you for now. Pale Hoof, does this suit you?"

"YES. I WANT TO STAY WITH PINWHEEL." Pale Hoof answered.

Celestia beamed. "Then it's settled. With a pony like you watching out for him, Pinwheel, I'm no longer afraid Pale Hoof will hurt my citizens."

Pinwheel blushed deeply. "Hey, well...he's really not such a bad colt, really. I guess he can stay with me. I'll keep an eye on him, Princess." Nodding, Pinwheel broke into a smile, "And, now that I think about it, 'Death's Official Ambassador' does sound a heck of lot cooler than 'pinwheel maker'."

Celestia nodded. "That's what I like to hear. I trust him to you, then, Madame Ambassador."

Philomel and Thunderhead stared at each other, then at the three fleshy ponies before them. "So..." Thunderhead began, "does this mean we're still reapers?"

Pale Hoof stared at them. "DON'T PUSH YOUR LUCK."

Pinwheel nudged open the door to the guest bedroom. Stepping aside, she turned toward Pale Hoof. "I know it isn't much..." She said, looking into the tiny bedroom. Inside stood a lone single pony sized bed (too small for the tall Pale Hoof) and a small dresser, "but there's not much space here to begin with. Princess wants you to live with me, so you'll just have to make do."

Pale Hoof stepped into the small room, looking around. His head creaked noisily on his neck. "I CAN INDEED MAKE DO." His jaw squeaked open. Out from his mouth poured a whispering dark mist. Pinwheel skittered backward. The mist covered the bedroom floor, crawling hungrily along the walls and ceiling. Soon, every corner of the room was engulfed in darkness. Pinwheel heard a loud, booming *crack*, as though the entire bedroom wall was coming apart. When Pale Hoof closed his mouth, the mist dissipated. The guest bedroom was no longer a bedroom at all, but a dark void not unlike the one where spirits waited after they died. Pinwheel could faintly hear the wails of the dying emanating from the emptiness. Her mouth went dry. Pale Hoof took a few steps deeper into the new void, inhaling deeply, "THIS WILL SUIT ME JUST FINE."

"What...what did you do?" Pinwheel stammered, peering into the blackness. Tendrils of smoky darkness lapped at the hallway floors. They entwined themselves around her feet. Squeaking in disgust, Pinwheel stumbled away.

"THIS DOORWAY," Pale Hoof knocked the door frame with his hoof, "IS NOW A GATEWAY INTO MY REALM. THUS I MAY LIVE WITH YOU AND YOU WILL NOT HAVE TO WORRY ABOUT MY COMFORT."

Pinwheel blinked rapidly, "But...where's the bedroom?"

"GONE. SWALLOWED BY THE VOID."

"H-hey! I never said you could destroy my house! Give my furniture back, at least! Those were hoof carved antiques!" Pinwheel complained. As if on cue, Pale Hoof stepped aside and Pinwheel's furniture came rocketing out of the void. The blue pony quickly ducked. Her spare bed and small dresser smashed against the wall behind her, leaving a massive dent in the plaster. A deep, unpleasant rumble sounded in the abyss, like a groan of a monster

who'd just spit up something nasty. Pinwheel's shoulders drooped as she looked at the smashed remains of her furniture, "Couldn't you have given it back a little more...gently?"

"MY APOLOGIES." Pale Hoof answered, stepping out into the hall. He climbed over the furniture wreckage and closed the bedroom door quietly behind him. Black mist seeped under the door. Evil whispers filled the air, even with the door closed. Pinwheel stared up at him hopelessly, sighing.

"Listen...Pale Hoof, I know Princess Celestia told me to look out for you, but...this is gonna be a little difficult. Don't you, you know, have a job to do?"

"I CAN SPEND MY TIME HOWEVER I CHOOSE. AND I CHOOSE TO SPEND IT HERE, WITH YOU." Pale Hoof answered, "BUT DO NOT THINK I AM SHIRKING MY DUTIES. THERE WILL BE DAYS WHEN I WILL NOT BE HERE AT ALL. THAT IS WHY I MADE THIS PORTAL." He knocked on the door with his hoof again, "IF YOU NEED ME, JUST KNOCK."

"That's not what I meant...I...." Pinwheel began, then quickly shut her mouth. She glanced down shamefacedly at the floor.

"WHAT?"

"Nevermind. It's too late for that now." Pinwheel sighed, "I just...I just want to know if I'm still going to be able to have a normal life with you living here. I mean, being your ambassador sounds really cool and all...but I really don't want anything weird to happen again. And...uh...I don't want you breaking all my stuff either." Pinwheel glanced sadly down at the wreckage of the guest bedroom littering the hallway.

Pale Hoof was silent for a moment. "IF YOU DO NOT WANT ME..." He began, voice quiet and head down, "YOU CAN TELL CELESTIA. I WILL NOT FORCE YOU TO BE MY AMBASSADOR. IF YOU WISH IT, I WILL LEAVE."

Pinwheel shook her head fiercely. "That's not what I meant at all, you silly colt! I don't want you to leave." She replied, "I'm a little mad at you, but, hey, someone's gotta show you how to behave around mortals and it might as well be me. So just can it. You're staying right here."

Pale Hoof nodded. "I AM GLAD. I...HAVE TROUBLE UNDERSTANDING WHAT IS AND IS NOT BAD TO MORTAL PONIES. BUT I DO NOT WANT TO MAKE YOU MAD, PINWHEEL. I WILL...TRY MY BEST NOT TO INTERFERE WITH YOUR LIFE TOO MUCH. AS LONG AS WE CAN STILL SPEND TIME TOGETHER." With a wave of his hoof, he magically cleared the furniture wreckage. Pinwheel's antique dresser and bed appeared fully repaired next to the doorway. Pinwheel beamed up at the reaper.

"Of course we can." Pinwheel grinned, "I'm not just your ambassador here. I'm your marefriend. Remember?"

"ARE YOU CERTAIN?" Pale Hoof asked, inclining his head toward her, "WE CAN'T EVEN KISS..."

"So what? We can still go on dates and have fun together. Kissing's not all the great anyway." Pinwheel replied encouragingly, stamping her hooves, "You and I are together now, whatever that means. I like you, even if you are a little creepy. And if I gotta teach anyone about manners, I'd rather it be you."

Pale Hoof ducked his head, hiding his face with a hoof. "YOU FLATTER ME..."

"Get used to it. That's what a marefriend does." Pinwheel grinned widely, "Wait right here." Pinwheel trotted over to the newly repaired bed and yanked the quilt off. With a toss of her head, she threw it over Pale Hoof's neck. He peered curiously at the brightly patterned quilt, head tilted. Still smiling, Pinwheel buried her face in the quilt, nuzzling her head against Pale Hoof's neck. Pale Hoof stumbled back in surprise.

"WHAT IS THIS?" He asked, gripping the quilt with his teeth and yanking it off, "THIS BLANKET IS NOT MAGIC. WHY DOES IT PROTECT YOU FROM MY TOUCH?"

"Remember at Pinkie's party when I grabbed your cloak? As long as I don't touch you directly, I'm safe. So there. We can at least cuddle." Pinwheel replied. She took the opposite corner of the blanket with her teeth and tossed it over Pale Hoof's head. He peered out from under the quilt. The brightly colored patches looked infinitely strange next to his grey fur and

ancient yellow skull. Pinwheel giggled. Gently, careful not to lose his quilt hood, Pale Hoof walked over and nuzzled her head.

"I LIKE YOU, PINWHEEL."

Pinwheel colored. "Yeah...well...come help me move this furniture out of the hallway, you silly colt."

Chapter 10

You're Invited

"You said you wanted chocolate chip pancakes, right?" Pinwheel rooted around in the pantry for the pancake mix. She grabbed the box from the top shelf along with an unopened bag of chocolate chips and headed back into the kitchen. Pale Hoof sat at the kitchen table, wearing a fluffy pastel blue bathrobe. At the sight of him perched eagerly at the table, swathed in a floral print robe, Pinwheel couldn't help but giggle. She set the supplies down on the counter and turned to face him, still smiling, "I'll try my best not to burn them."

"IT DOES NOT MATTER IF IT IS BURNT." Pale Hoof answered, opening his mouth. His long black tongue flopped over the side, hanging over his teeth like a panting dog's, "I WANT TO TASTE YOUR COOKING."

"It's just pancake mix, not really 'my' cooking." She replied, tearing open the box with her teeth, "There's kind of a reason I don't have a chef's hat for a cutie mark."

"COOKING IS COOKING." Pale Hoof replied. Pinwheel chuckled again, shaking her head as she pulled the mixing bowl out of the cupboard and dumped the powdered mix into the bowl, "IF YOU MADE IT, I WANT TO TRY IT."

"You're a really sweet colt when you want to be." Pinwheel answered, smiling over her shoulder at him. Pale Hoof started to respond when they heard a hollow knocking on the screen door. Poking her head out into the hall, Pinwheel saw the vague silhouette of a blue-grey pegasus standing at the door. She grinned apologetically at Pale Hoof, "I'll be right back."

The wall-eyed mail mare said nothing, simply pulling an envelope out of her saddlebags and handing it off to Pinwheel with a big, silly grin. Pinwheel smiled back, waving to the mare as she took off to continue her delivery route. The stationery reeked of heady perfumes – the heavy floral smell was enough to make Pinwheel's head swim. Pale Hoof watched her from the kitchen door as she walked back. On the envelope, printed in metallic

gold, was a stylized alicorn with wings at full spread. Pinwheel set the envelope down on the table. Glancing up at Pale Hoof, Pinwheel nodded toward the letter. "Would you like to do the honors?"

Pale Hoof magically lifted the envelope and ripped it open in mid air. Two shiny golden tickets dropped to the kitchen floor. Pinwheel looked up at Pale Hoof, then down at the tickets. Slowly, she bent her neck and clenched the tickets in her teeth. Gently, she set them down on the table. "...These are tickets to the Grand Galloping Gala." She muttered, blinking at the shiny gold paper, "Who would send us Gala tickets?"

Pale Hoof set the envelope down on the table. A short letter peeked out from the envelope. Magically, he peeled back the envelope and unfolded the letter. Setting the letter down on the table, he nudged the paper over to Pinwheel. "I BELIEVE THIS WILL EXPLAIN."

Pinwheel craned her neck to see the text. "'Dear Pinwheel and Pale Hoof,'" She began reading, "'I hope you're doing well.' Yadda yadda...'It's been a few weeks since the incident. I hope things have calmed down'...'Enclosed are two tickets to the Grand Galloping Gala. I feel it will be a good learning experience for Pale Hoof.' What?"

"IT APPEARS TO BE SOME KIND OF TEST." Pale Hoof answered, "CELESTIA WANTS TO MAKE SURE I CAN BEHAVE WELL."

Pinwheel scanned the letter again, then looked down at the tickets. There on the front of the tickets, in looping elegant text, was the date, location, and time of the Gala. "...Thank goodness, this isn't until next spring." Letting out a sigh, Pinwheel turned to look up at Pale Hoof, "We have a few months. We're lucky Celestia sent out the invites so early. Geez...we'll have to find some way to get to Canterlot as well. I guess we'll have to stay the night. Oh, and nice clothes too. Those are a must."

"WE NEVER WEAR CLOTHES."

"Says the colt in the fuzzy blue bathrobe." Pinwheel smirked.

"THIS IS *YOUR* BATHROBE, YOU KNOW."

Pinwheel grinned. "I know, I know. But, anyway, the Gala is the fanciest party in Equestria. We really have to look the part." Tacking a step back,

Pinwheel looked Pale Hoof up and down. He stood almost a foot taller than her. For a moment, she flashed back to the night she revived herself in the Canterlot Palace Garden. Pale Hoof was nearly as tall as Princess Celestia. No pony was *that* tall, "I don't know where we'd find a tuxedo in your size. And it's going to be hard for a tailor to make you one if she can't touch you. I'll need a dress too..."

Pinwheel's eyes flickered toward the tickets. Every year, the Manehattan Times published a huge, full color section about the Grand Galloping Gala, complete with stunning photos of mares in expensive gowns and colts in top hats. The best ball in Equestria, they said. All the high class ponies attended. Pinwheel glanced down at herself. Ponyville ponies rarely, if ever, wore clothes. Dressing up was something for city ponies, not quiet country fillies like them. Pinwheel hardly ever looked in her closet. She didn't even own a *normal* dress, let alone one befitting a noblemare. The thought of buying one of those gowns made her cringe. Sparkles, gems, rustling silks – a full gala ensemble could be *thousands* of bits.

Pale Hoof peered into her face. "WHAT IS WRONG?"

Pinwheel chewed her bottom lip. "It's just..." She paused, struggling to find the words, "I haven't sold a pinwheel in weeks. Where am I supposed to get the money for this?" Tallying the expenses in her head, a knot of stress formed in the pit of Pinwheel's stomach. Overnight accommodations in Canterlot, clothes, travel expenses – just getting a hotel room in the capital would drain half a year's salary. Pinwheel's skin began to prickle. The whole situation with Pale Hoof had eaten her attention. She hadn't made or sold a single pinwheel since she first died.

"I COULD—" Pale Hoof began, but Pinwheel cut him off.

"Don't worry, don't worry! I'll figure something out." Pinwheel reassured him, giving a big fake smile. Inside, her guts were roiling. At most, pinwheels sold for one or two bits. It would take a mountain of pinwheels to pay for their gala expenses, "Maybe...maybe we can go see Rarity again. She makes really lovely dresses. Maybe she can give us some kind of gala discount."

"PINWHEEL, IF YOU NEED MONEY—" Pale Hoof started, but Pinwheel was already half way out the door, leaving the pancake batter abandoned

in the mixing bowl. Gazing at the fleeing blue mare, Pale Hoof let out a deep, chilly sigh.

They could hear the shouting all the way up the road from Carousel Boutique.

"What do you MEAN, 'twenty percent cooler'? That is the VAGUEST suggestion I have EVER received on the garment!" Rarity's voice shrieked through the boutique door. Pinwheel hesitated outside on the step, one hoof raised to knock. She glanced up at Pale Hoof, chewing her bottom lip. The tall grey colt nodded. Closing her eyes and bracing for more shouting, Pinwheel knocked on the door, "The least you can do is be specific, Rainbow Dash! Oh—" The shouting paused. Moments later, Rarity, her usually perfectly styled mane falling crimped and lank, opened the door. Her work glasses, a pair of red cat's eye frames, balanced precariously on her nose. "Oh. Oh my. Hello, Pinwheel. I...hope you didn't hear any of that just now..."

Pinwheel tried to smile, "Uh...we just came by to see if you could help us, Rarity. But if you're busy..." Just behind Rarity in the studio, Pinwheel could see Rainbow Dash leaning casually against a countertop, eyeing a dress form critically. Rainbow fabric lay draped over the mannequin, stitched haphazardly. Rarity glanced surreptitiously back toward Dash, then forced a grin.

"No, no. Please! Come in." Stepping aside, Rarity gestured for them to enter. Pinwheel stepped inside, followed silently by Pale Hoof, "I'm a bit...ah...busy...but I'll try to help any way I can." Rolls of fabric lay strewn all across the studio. Needles, scissors, and colored spools of thread sat piled on the countertops. Rainbow Dash examined Pale Hoof with sleepy, half-lidded eyes.

"You're that creepy pony that killed Fluttershy's turtle, right?" She asked, "I heard the Princess caught you dragging a body or something through town."

"Uh, we got that sorted out." Pinwheel smiled awkwardly, "He's not a bad colt, really."

"Sure, okay." Rainbow Dash shrugged her shoulders. With a sudden light in her face, she turned back toward Rarity, "Hey! I just got the best idea! How about, like, armor? With a cool cape? That would look so awesome!"

Rarity gawked, "Rainbow Dash, what kind of fashion designer do you think I am? I don't know anything about blacksmithing!"

Pinwheel rubbed the back of her neck, "Uh...maybe we should come back later."

Rarity forced another smile, "No...I must apologize. You caught me at a bit of a trying time." The white unicorn let out a deep sigh, frowning over at Rainbow Dash, "Rainbow Dash, would you mind letting me chat with Miss Pinwheel for a moment?"

"Yeah, okay." Dash answered, straightening up, "Just remember what I said. Armor. And make it, you know, cool." With that, the sky blue pegasus sidled past Pale Hoof and slipped out the door. Rarity let out a long sigh. Magically, she lifted her glasses off her nose and set them aside. Looking over at the mess of rainbow fabric on the dress form, Rarity let out a pitiful whine and slammed her head down on the counter.

Pinwheel grimaced, "Are you all right?"

Lifting her head, Rarity gazed desperately at Pinwheel. "You have...NO idea. I love my friends dearly, but...I'm just not certain I can make these dresses the way they want! They look, " She peered at the rainbow mess and suppressed a shudder, "just AWFUL."

"IF YOU CANNOT MANAGE IT, STOP." Pale Hoof advised. Pinwheel shushed him.

"I'm sure they'll turn out fine, Rarity. They just look funny right now because you haven't finished them." Pinwheel reassured, walking over and touching Rarity's shoulder with a hoof, "What are these dresses for, anyway?"

Rarity leaned heavily against the counter, massaging her face with a hoof, "Princess Celestia sent Twilight tickets to the Grand Galloping Gala. Not a single one of my friends had a decent dress! I just *had* to step in." Closing her eyes in horror, Rarity rested her chin on the counter, "I made these lovely designs for them a few days ago, but my friends *hated* them. I've

never felt so ashamed. So now I have to make six NEW dresses with THEIR designs."

"Uh...Pale Hoof and I recently got tickets to the Gala as well." Pinwheel added. Rarity's head jerked up, "I was hoping you could make some outfits for us, but...I can see you're too busy right now. I don't really have money for a nice dress anyway."

Rarity glanced back at the dress forms, then up at Pale Hoof. Pinwheel winced. None of the dress forms sitting in the back matched Pale Hoof's size and shape. "I would love to help you, Pinwheel. But...I simply can't right now." She lowered her head, eyes closing, "My workload right now is just...too big to fit in two more outfits."

Pinwheel frowned, but nodded. "I understand."

"But...the gala isn't for several months. Maybe if I'm not laughed out of fashion forever, I could design something for you. And don't worry about money. Just give me what you can and I'll work around it." Magically opening a nearby drawer, Rarity pulled out a quill and a notepad. At the top, in delicate looping cursive, she scrawled 'Waitlist'. Levitating the quill and paper over to Pinwheel, Rarity continued, "Just put your names down so I don't forget. Once this mess with my friends is over, maybe I'll have the time to design something for you."

Pinwheel gripped the quill with her teeth and jotted down her name and Pale Hoof's. "We're really grateful." Nodding, Pinwheel smiled at Rarity, "And don't worry too much about your friends. I'm sure the dresses will turn out all right."

Rarity covered her face with a hoof. "Oh...I hope so. I truly hope so."

"We'll get out of your mane now." Pinwheel kept smiling, but inside she felt an unbearable heaviness growing in her chest. Motioning for Pale Hoof to follow her, Pinwheel stepped outside. Once they were out in the open, Pinwheel's head dropped, her mane falling in front of her face, "Well...I have no idea what we can do now." She sighed, frowning up at Pale Hoof.

"PINWHEEL, MONEY IS NOT AN OBSTACLE. I CAN—" Pale Hoof began, but Pinwheel quickly cut him off.

"What do you mean, it's not an obstacle? Of course it is! I definitely can't afford to pay one of those super fancy designers in Canterlot. Geez..." Pinwheel closed her eyes, grimacing, "I guess we'll have to tell Celestia we can't come."

"PINWHEEL, I KNOW WHERE—"

"I mean, gosh! I know the Princesses are rich and all, but don't they understand us little ponies down here don't have all those bits? We can't just throw money around!" Pinwheel ranted, not paying a lick of attention to Pale Hoof. She paced frantically back and forth in front of the boutique, "It's unrealistic! There's a reason only rich city ponies can go to these things! I mean, how can Celestia expect us to come to the Gala if we don't have any money?"

"**PINWHEEL!**" Pale Hoof shouted, his voice suddenly deafeningly loud. Pinwheel froze in her tracks. The sheer volume of his voice was enough to shake the ground and rattle the windows of Carousel Boutique. White frost iced the grass and Pinwheel's mane. The little blue mare stood shivering, her pupils huge. Pale Hoof closed his mouth, "LISTEN TO ME. I KNOW WHERE WE CAN GET SOME MONEY. IT IS NOT A PROBLEM."

Pinwheel blinked, shaking the ice crystals off her mane. "It's...not?"

"NO. LET ME SHOW YOU. I THINK YOU WILL BE IMPRESSED." With a toss of his neck, Pale Hoof motioned for Pinwheel to follow him. He led her away from Ponyville toward the dark entrance of the Everfree forest. Spindly trees beckoned them like the knotted fingers of corpses. Pausing at the border between Everfree and Equestria, Pale Hoof took a deep breath. His scythe, the thorny branch and blade, materialized before him, levitating a few feet above the ground. It shed darkness. Coils of shadow spilled off the hilt like smoke. Gripping the scythe in his teeth, Pale Hoof gave a mighty swing. Reality tore open like a burst paper bag. A massive spirit materialized from the gash, covering the grounds of Everfree like a fine white mist. Slowly, the spirit began to take shape. Pinwheel swallowed hard. Before them floated the spirit of a dragon, massive and serpentine. The spectral dragon lifted its head, blinking slowly.

"Hey there, Death." The dragon groaned, stretching as though she'd just woken from a long nap, "Can I help you with something?"

"HELLO, ALICE." Pale Hoof replied. Pinwheel fell back on her rump, gawking at the giant spirit, "PINWHEEL REQUIRES MONEY. WILL YOU LEAD US TO YOUR TREASURE HOARD?"

The dragon thought for a moment, scratching her chin with a long talon. "It's been...what? A hundred years since I died? I'm not sure if my hoard is still there. Another dragon might have taken it by now."

"THE WEALTH OF YOUR TREASURE RESONATES IN THE VOID. NO ONE HAS TAKEN IT. NOT YET." Pale Hoof answered. The Dragon raised a scaly eyebrow. She sat before them like a massive sparkling sphinx. Pinwheel couldn't find the will to speak. She sat stunned on her rump. Twilight's friend dragon wasn't even a fiftieth of the spirit's size. If that little purple dragon grew into a monster of this size, Twilight would have a hard time keeping him safely in Ponyville. Pinwheel's eyes flickered up to Pale Hoof and back to the dragon.

"You...you r-reap dragon souls too?" Pinwheel finally stuttered. Pale Hoof turned his head creakily toward her.

"YES, BUT IT IS DIFFICULT. THEY OFTEN PUT UP A FIGHT." He explained before turning back to the gleaming spectral dragon, "YOUR HOARD. SHOW US."

"No need to be so bossy, Death." The dragon sighed, rising to her feet. She was a mountain of translucent scales. Her long, serpentine neck was taller than the spires of Canterlot. Slowly, her movements heavy and labored, the dragon turned and began walking into the forest. Trees and stones passed soundlessly through her intangible body. Pinwheel stared wide eyed at the incredible creature. She glanced sidelong at Pale Hoof.

"Did...did SHE put up a fight?" Pinwheel whispered.

"NO. ALICE WAS MANY THOUSANDS OF YEARS OLD. SHE HAS BIRTHED MANY CHILDREN TO CARRY ON HER LEGACY. SHE ACCEPTED DEATH WILLINGLY." Pale Hoof explained. Pinwheel shivered. The dragon could crush a normal sized pony with a single swipe of her talon. Pale Hoof wasn't exactly a normal pony, but even he barely reached the dragon's ankle.

After some walking, they paused outside a yawning cavern. "Be careful. I don't know what lives in there now." The dragon inhaled deeply, "But I can still smell my precious gems..."

"I AM DEATH. I DO NOT NEED TO BE CAREFUL." Pale Hoof announced, "THANK YOU FOR YOUR HELP, ALICE."

"Any time, Death." The dragon answered gently. Pale Hoof nodded. With another swing of his scythe, the dragon vanished. Pinwheel looked into the mossy maw of the cavern. The insides were entirely black, as if someone had taken a black crayon and scribbled all over it. Strange, quiet sounds echoed from the depth. A chilly breeze stole out of the cavern and rustled Pinwheel's mane. Goosebumps prickled her hide.

"Do...do you think something's alive in there?" Pinwheel whispered.

"IF THERE IS," Pale Hoof began, gripping his scythe hard in his teeth, "IT WON'T BE ALIVE FOR LONG." Fearlessly, Pale Hoof ventured into the darkness. Pinwheel trailed after him, jumping at the slightest sound. The cave was filled with tiny noises – water dripping, rats squeaking, rocks falling. Pinwheel stuck close to Pale Hoof's side, trying not to squeal when some invisible creature brushed up against her hooves. In the darkness of the cave, the blade of Pale Hoof's scythe gave off a cold ambient light. Pinwheel could just make out the shadows of rocks passing beneath their hooves.

All of a sudden, something shiny caught Pinwheel's eye. It reflected the glow of Pale Hoof's scythe. Eyes widening, she hurried over to it. A ruby, red as new blood and the size of an orange, lay gleaming on the cavern floor. Pinwheel picked it up with her teeth and darted back over to Pale Hoof, setting the gem down at his feet. "Look, we must be close! I've never seen a ruby this big in my life!"

"THERE WILL BE MUCH MORE TO COME." Pale Hoof answered coolly. Pinwheel snatched the massive ruby up and dropped it in her saddlebags. Gems, all twinkling vaguely in the darkness, appeared by the tens. Pinwheel snapped them up one by one, loading them into her saddlebags. In the midst of collecting the gems, Pinwheel forgot the soft sounds of breathing coming from deeper in the cave. A mass of lights sparkled from the back of the cavern. A smile bloomed on Pinwheel's face.

"That must be the treasure hoard!" She exclaimed, scurrying forward toward the lights. Just as she was about to reach the lights, though, she ran face first into a wall of fur, "Wha...?" Pinwheel coughed, spitting out a mouthful of fur. Blinking in the shadows, she felt the furry mass with her hooves. "What the heck is this?"

Pale Hoof's legs went rigid. "PINWHEEL. STEP BACK."

Pinwheel blinked. "But..."

"STEP. BACK." Pale Hoof ordered. Just as Pinwheel started to move away, the furry mountain let out a groan and began to rise. Huge yellow eyes flicked open, glowing like miniature suns. Pinwheel swallowed hard. Nearly tripping over her hooves, she scurried back behind Pale Hoof. He knocked the butt of his scythe on the ground and an icy green light flooded the cavern. Before them snarled a massive furry bear, bigger even than the dragon. Tiny lights like stars twinkled in its deep purple fur. Pinwheel's knees locked. Pale Hoof bit his scythe so hard he left teeth marks in the wood. Slowly, the ursa major lumbered about to face them. Opening its city sized maw, it let out a roar loud enough to shake the cave. Massive globs of spittle flew from its mouth, dousing Pinwheel and Pale Hoof in a thin layer of saliva, "PINWHEEL. RUN."

Clumsily, Pinwheel stumbled back. Scrambling to her feet, she turned and sprinted. The ursa roared again. Clods of dirt and rock rained down from the ceiling. Pinwheel glanced hastily over her shoulder. Pale Hoof stood alone in front of the ursa, scythe in his teeth. The great star bear lifted a massive paw to swipe at Pale Hoof, but Pale Hoof was already gone. He moved so fast that Pinwheel couldn't even see him. In the cramped cavern, the ursa struggled to move, throwing its head back and forth to see where Pale Hoof went. All of a sudden, the Reaper reappeared, hovering like a ghost just above the ursa's massive purple head. Slowing, Pinwheel paused to look. With a long, arching sweep of his scythe, Pale Hoof cut through the ursa's thick, furry neck. Blood washed the walls of the cavern, spraying out like jets of lava. It steamed where it hit the rocks. Pinwheel ducked quickly behind a nearby boulder. Letting out a final roar, the ursa fell heavily on the cave floor. Everything shook. Then, silence.

Pinwheel took a deep breath. The whole cave reeked of blood. Her eyes watered and her glasses fogged. "Oh Celestia!" She gasped, wiping her

eyes. Awash in red, Pale Hoof strode casually from behind the rock, his scythe dematerializing as he came closer.

"THE URSA WAS SLEEPING ON THE TREASURE." He confirmed, blood dripping off his chin, "I GOT RID OF IT FOR YOU."

Pinwheel stared open mouthed at him. "You cut its head off."

"I KILLED IT FOR YOU."

"Could you have just...used your magic to move it?"

Pale Hoof glanced down at himself, colored red with Ursa blood. "THIS WAY WAS QUICKER." He answered, "THE TREASURE IS YOURS FOR THE TAKING NOW. YOU WILL NEVER HAVE TO WORRY ABOUT MONEY AGAIN."

Pinwheel peeked around the edge of the boulder and quickly looked away, face going pale. "I...I don't want it anymore."

"SUIT YOURSELF."

Pinwheel, still grimacing, nudged her saddlebags. "I already got some gems anyway. Let's...just go home."

Chapter 11

Divas and Dresses

"Rarity? Rarity!" Pinwheel knocked hard on the boutique door and waited. Still no answer. Heavy with pointy diamonds, her saddlebags cut deep into her sides. Just the weight of the gems made Pinwheel's back twinge. Sighing, Pinwheel gripped the door handle in her teeth and gave a forceful tug. The door rattled in its frame, but didn't budge. Scowling, Pinwheel set down the saddlebag and darted to the side of the building. Heavy purple curtains blocked the windows. Gritting her teeth, Pinwheel rapped her hoof against the glass. No movement answered her – no shift in the curtain, no shadow across the glass. Pinwheel let out a groan of defeat, "Looks like she's not answering." Pinwheel walked back to the door, where Pale Hoof waited. There was no 'open' or 'closed' sign in the front window, just a locked door and drawn curtains.

"THE SHOP IS CLOSED." Pale Hoof answered coolly. He'd washed off the blood from the ura, but his grey fur and skull still carried a tinge of crimson. Pinwheel sighed. Last night, when she'd told him to wash himself off, he'd nearly flooded the bathroom trying to get the blood out. Some crusty bits of red still clung to his belly and neck.

"It's noon on a weekday. What kind of shop closes at noon on a weekday?" Pinwheel complained, dropping her head.

"RARITY SAID SHE WAS BUSY. PERHAPS SHE IS TAKING TIME TO COMPLETE HER WORK."

Pinwheel turned faintly pink. "Yeah...I guess that makes sense." She sighed, "I shouldn't be getting annoyed with her."

"WE WILL GIVE HER THE GEMS TOMORROW." Pale Hoof bent and scooped up the saddlebags with his teeth. He draped the bag over his back and turned toward Pinwheel. With a sweep of his hoof, he gestured toward the road. Just as they began walking home, Twilight rounded the corner. Upon seeing Pinwheel and Pale Hoof, she paused.

"Are you two here to see Rarity?" Twilight asked, approaching them. Pinwheel glanced back at the boutique, then nodded, "She's been locked in there for days. We keep trying to get her to come out, but she won't even answer the door."

Pinwheel tilted her head. "But why?"

Twilight frowned at them, blinking in confusion. Then, suddenly, her face opened with realization. "Oh, you two weren't at the fashion show last week, were you?" At the mention of the fashion show, Twilight lowered her ears and scrunched up her nose, "Er...now that I think of it, that's probably a good thing. It...didn't really go so well."

Pinwheel glanced up at Pale Hoof, then back at Twilight. "What do you mean?" Pinwheel occasionally liked to glance in the windows of Carousel Boutique. Rarity changed the displays every so often. Opulent gowns of purple silk, pearls with white chiffon...Rarity's dresses caught the light and drew the viewer. How could one of Rarity's fashion shows go wrong?

Twilight's cheeks darkened. "Well...uh...." The purple mare shifted uncomfortably from hoof to hoof, "You see...we kind of...well..."

Pinwheel stared at Twilight. "Is this about those dresses Rarity was making for you guys?"

Twilight started. "She told you about that?"

"Yeah. Rainbow Dash wanted armor."

Twilight grinned nervously. "Yeah...Those dresses didn't turn out so well." Twilight gazed down at her hooves, frowning deeply, "We ended up embarrassing Rarity in front of a big fashion critic. She locked herself in the boutique and now she won't even talk to us."

"FOALS."

Pinwheel knocked Pale Hoof's saddlebags with her hoof. "Don't be so mean." She growled at him. Pale Hoof remained still.

"No...the thing is, we WERE foals." Twilight's shoulders drooped, "We should have listened to Rarity from the start, but...we were just so caught

up in having our own way. We ended up really hurting her." Taking a deep breath, Twilight lifted her head and gazed at Pinwheel and Pale Hoof. Before she could open her mouth to speak, her eyes darted down to the saddlebags resting against Pale Hoof's side, "Oh, watch out!" Pinwheel turned just in time to see the threads along the bottom of the bag straining and snapping. Gems spilled out in a glistening rainbow, clattering noisily on the cobblestone road. Pale Hoof, as still as a statue, turned slowly to look at the pile.

"OOPS."

"Oh, geez. I guess I'll have to get new saddlebags." Pinwheel bent down, nudging the gems into a pile. Twilight gawked down at the treasure.

"Where...where did you get all those?"

Pinwheel's eyes jumped between the gem pile and Twilight's face. Her pupils were huge and her mouth hung open like a door with a broken hinge. "Uh...Pale Hoof helped me find them. They were in an old dragon cave." Pinwheel admitted, "I don't have the bits to pay for a Gala dress, so I thought maybe these gems would work as payment..."

Twilight peered down at the gems, sifting through them with her telepathy. "Pink...Purple...Blue! These are perfect, Pinwheel!" Twilight exclaimed, rearing joyfully. Pinwheel stared.

"Perfect for what?"

"Get the gems and come with me! Hurry!" Twilight didn't even pause to let them pick up the gems. Watching the purple unicorn rocket off, Pinwheel glanced up at Pale hoof. Enveloping the jewels in a dark aura, Pale Hoof lifted them off the ground and stuffed them in the other unbroken bag. The satchel sagged like an unbalanced scale. Nodding to Pinwheel, Pale Hoof started after Twilight. Pinwheel dashed alongside him.

Twilight dodged through the buildings and side streets, making a beeline for the edge of town. She came to a hard stop just outside the town limit. Pinwheel slammed into her, knocking them both to the ground. "Oooof!" Pinwheel grunted, climbing off of Twilight. The unicorn brushed herself off and fluffed her mane. Pale Hoof strode coolly up beside them.

Twilight turned abruptly. "You can't tell Rarity about this, all right? It's a surprise."

Pinwheel frowned. "Twilight, I don't really get what's going on." She answered, hoof uncertainly scraping the dirt, "Why the heck would you take off running like that?"

Twilight grinned. "You'll see. Come on."

Pinwheel looked up. Sunlight filtered delicately through the leaves, coloring the ground with dappled shadows. Birdsong mixed with the burbling of a small brook. Nestled at the heart of the grove was a house covered in greenery. Grass blanketed the rooftops and birdhouses perched on the gables. Clouds of rabbits, grey, brown, and white, hopped around in the flowers surrounding the cottage. Swallowing hard, Pinwheel looked toward Pale Hoof. "Don't step on anything, all right?" She whispered hoarsely. Pale Hoof simply stared.

Twilight hurried along the swept dirt path up to the cottage. Lifting a hoof, she rapped on the front door. The top half of the horse door swung open. Fluttershy peeked cautiously over the edge, a white rabbit balanced on her head. "Did...did Rarity come with you?" She asked in a small voice. Frowning, Twilight shook her head.

"No. She still won't open her door." Twilight sighed, then nodded toward Pinwheel and Pale Hoof, "But these two found something I think will help!"

Fluttershy peeked up at Pale Hoof and let out a squeak of fear. "Oh...Oh no...! It's that scary pony, Twilight..." She whimpered, hiding her face behind her long pink mane, "He's...he's not going to hurt any of my animal friends...is he?"

Before Pinwheel even had a chance to defend him, Pale Hoof sauntered up to the door. He loomed darkly over Fluttershy, casting a long shadow across the half door. Fluttershy let out a high pitched whine, gazing up at him with huge, trembling eyes. "LITTLE PEGASUS." Pale Hoof boomed. Frost crawled across the windows of the cottage. Pinwheel could see white puffs rising from Fluttershy's mouth, "I VIOLATED THE PRIMEVAL LAWS OF NATURE TO BRING BACK YOUR TURTLE. DOES THIS NOT PROVE I AM YOUR FRIEND?"

Fluttershy's lip quivered. "I...I don't...I mean..." Tears glossed over her teal eyes.

Pinwheel sprinted to the door, squeezing past Twilight and Pale Hoof. "I'm sorry! Don't be scared! He isn't trying to frighten you, this is just how he is naturally!" Pinwheel explained frantically, gesturing wildly at Pale Hoof with her hoof, "If you want him to stay outside, that's okay too!"

"Hey, Fluttershy! Did you notice all the frost on your windows? Pretty neat, huh?" Another voice sounded from inside the cottage. Pinwheel, Pale Hoof, Fluttershy, and Twilight all turned toward the staircase. Pinkie Pie bounced down the stairs, looking excitedly at the frosted windows. Giggling, she began drawing stick ponies in the ice. Glancing toward the door, she grinned widely at Pale Hoof, "Oh! I shoulda known it was you, Mister Spookypants! It's way too warm for frost!" Skipping over, she sidled past Fluttershy and pulled the bottom half of the door open. "Come on in!"

"Pinkie Pie...no!" Fluttershy whispered. Pinkie giggled.

"Oh, stop being such a silly filly! Mister Spookypants is a-okay!" Pinkie beckoned them inside with the hoof. Ducking his head, Pale Hoof strolled through the doorway. All around, lights flickered and went out, leaving the tiny cottage in a cold half-light. Deep shadows squirmed in the corners. Fluttershy shrieked and covered her head with her hooves.

"I'd better get some candles." Twilight said, glancing around the darkened foyer. Slowly, she picked her way toward the kitchen, "I guess Applejack and Rainbow Dash are upstairs?"

"Yeah!" Pinkie hopped up next to Pale Hoof, "Are you gonna help us with the dress, Mister Spookypants?"

Pinwheel grinned uncomfortably, "His name's Pale Hoof and...uh...what dress?"

Twilight returned, a candle levitating next to her head, "Come upstairs, I'll show you." Leading them up the low wooden staircase, Twilight ushered them into a small room. There, surrounded by rolls of fabric and boxes filled with needles, pins, and thread, was a mannequin swathed in fuchsia and purple. Ruffles cascaded over the mannequin's rump, falling in sumptuous

pools on the dusty wood floor. Rainbow Dash stood to the side with Applejack, eyeing the dress critically.

"I'm telling you, AJ, it would look WAY better without those silly ruffles. *Streamlined*, ya know?" Dash struck a heroic pose. Applejack simply shook her head.

"Ya'll be quiet now, Dash. Ya'll dunno nothin' 'bout fashion." Applejack criticized, stepping around to the other side of the dress, "Ah think it needs more green mahself."

"Green? You don't know anything about what looks cool!" Dash growled.

"Girls..." Twilight set her candle down on the windowsill, "This is *Rarity's* dress, not yours. We're following *her* plans this time."

Rainbow Dash and Applejack wilted simultaneously, their ears dropping. "Right..." Dash muttered.

Twilight turned to face Pinwheel and Pale Hoof. "Rarity was so busy making dresses for *us* that she forgot to finish her own. So...as an apology gift, we decided to work together to make her dream dress." Glancing down, Twilight levitated a small piece of paper over to Pinwheel. Though the sketchy lines were hard to make out in the dark, the pencil drawing matched the dress on the mannequin. Rarity's name stood in slanted cursive at the bottom of the sketch. Twilight set the sketch aside, "The only problem is...the dress design calls for a lot of gems and we didn't know where to get them."

Pinwheel glanced at the saddlebag hanging from Pale Hoof's side. "So you need our gems to finish the gown."

Twilight nodded. "Right. We can pay you, if you like. I just need a few for the accessories and the embroidery." She replied, "You can charge whatever you want. The princess gives me a big allowance, so I can pay."

Pinwheel blinked. "Uh...no. It's okay. We have plenty, so just take what you need." Making sure not to touch Pale Hoof, Pinwheel carefully removed the saddlebag and tossed it at Twilight's feet. Gems of every color scattered on the wood floor. Twilight lifted a handful magically in the air.

"Thank you, Pinwheel. I really appreciate this. I know these gems must be really rare." Turning toward the dress, Twilight began placing the gems. A few she slipped into slots on the crown. Others she pinned to the fabric, "I can't believe you actually found a dragon's nest."

"Wait a second here," Applejack interjected, "Ya'll stole from a livin' dragon?"

Pinwheel blushed. "N-no! No. There wasn't a dragon living there anymore." She grinned awkwardly, "Though...we did find an ursa in there. Chuckles here took care of it, though."

"MY NAME IS PALE HOOF."

Pinwheel covered her face with her hoof. Twilight, however, gawked. "You killed an ursa? Really?"

"I BEHEADED IT WITH MY SCYTHE. ITS BLOOD WASHED THE WALLS OF THE CAVERN FROM FLOOR TO CEILING." Pale Hoof answered, "A FROTHING RED SEA, ENTRAILS AND FUR EVERYWHERE -"

Rainbow Dash interrupted, narrowing her eyes. "I don't believe it. An ursa's WAY too big to behead! Unless you have a pair of THESE babies, of course!" She stretched her wings.

"OH, IT WAS QUITE EASY, I ASSURE YOU. IF YOU LIKE, I CAN SHOW YOU HOW I DID IT."

Pinwheel laughed nervously, shooting a sidelong glare at Pale Hoof. "But...but you know, that doesn't really matter. An ursa's no big deal. We have the gems, right? That's all that matters."

Twilight gazed at them uncertainly, a small frown tugging at the corner of her mouth. She telepathically pinned the last gem in place. "An ursa is a huge deal, Pinwheel. But...as long as you're not stealing...or doing anything the Princess would disapprove of...I suppose it's fine." She sighed, turning back to face them, "I heard about what happened, Pale Hoof. With you and Celestia."

"I DO NOT CARE FOR CELESTIA'S APPROVAL." Pale Hoof uttered, "I AM NOT HERE TO PLEASE HER."

"Well...be that as it may, but..." Twilight paused, thinking, then sighed, "You know, I had trouble fitting in when I first came here too. It's hard for ponies like you and me...but I guess it's a little different in your case. Even so, if I can learn to fit in and make friends, so can you. You have Pinwheel to help you, after all." A sweet smile illuminated the unicorn's face. Pinwheel felt her face grow hot. She glanced at Pale Hoof out of the corner of her eye. He did not move.

"He didn't do anything *bad*, though, did he?" Pinwheel asked, "Since that last incident, he's been really good!"

"Well, no, he didn't do anything bad...but I don't think the Princess would like it if she knew you were going around killing animals in their dens." Twilight responded, "I know Pale Hoof can't help how he is, but I think it'd be good if you avoided that sort of thing. That's what got him in trouble the first time."

Pinwheel chewed her bottom lip. "Well, uh...I don't think we're going to be hunting ursas every weekend, if that's what you mean." She answered, "And Pale Hoof is doing his best to fit in. That's right, isn't it, Pale Hoof?"

"THAT IS CORRECT."

Twilight beamed. "That's all I wanted to hear." The purple unicorn took a step back, eyeballing the dress admiringly, "It looks just like the sketch, doesn't it? I'll get Fluttershy to sew all these gems in place and then we can all take the dress over to Rarity's. I know she'll be excited!"

Rainbow Dash perked up. "Do you still want me to kidnap her cat?"

"Can you think of any other way to lure her out?"

Rainbow Dash grinned broadly, saluting. "Mission Catnap is a go, then!" She zoomed to the window and pushed it open. In a second, she was off, leaving only a rainbow blur in her wake.

Twilight smiled. Glancing over her shoulder at Pinwheel and Pale Hoof, she asked, "Do you want to help us give the dress to Rarity? You helped make it, after all."

Pinwheel shook her head. "Nah...we just supplied the gems. You ponies are the ones actually put it together. Let me know how Rarity likes it."

Twilight nodded. "Will do."

A day passed.

"Pinwheel! Oh, Pinwheel!" Pinwheel woke to the sound of hooves knocking on the screen door. Falling out of bed, she poked her head into the hallway. There, visible through the screen door at the end of the hall, was Rarity. Pinwheel rubbed her eyes, fetching her glasses from the nightstand. She hurried to open the door. Rarity smiled at the bleary blue mare. She wore her mane in the usual immaculate purple coif – much improved from the last time Pinwheel saw her. Gone was the saggy eyed Rarity with her lank, greasy curls. Rarity nudged past Pinwheel into the house, "Oh, I'm so sorry to wake you, but I simply couldn't wait! I was so excited, I walked all the way here!"

"Excited?" Pinwheel brushed her mane back with a hoof. Two saddlebags rested on Rarity's sides. Stepping into the living room, Rarity opened the bags and dumped their contents onto the coffee table. Pinwheel followed her groggily, "What's all that?"

"Why, designs for your dress, darling!" Rarity chimed, "Twilight told me about you donating those gems for my dress. Well! Let it never be said that Rarity didn't repay a kindness. You shall have your Gala dress, free of charge." Pale Hoof seeped from the shadows, ghostly whispers filling the room as he entered. The temperature dropped ten degrees. Rarity froze in place for a second, then turned and beamed at him, "You too, Pale Hoof! A black tux for you, of course, with a bright red cummerbund! Oh, won't that be gorgeous?"

Pinwheel blinked slowly. "But...I thought you were booked."

Rarity deflated, her ears drooping. "Well, ah...I DO have several orders. Hoity Toity – the big Canterlot fashion designer, I'm sure you've heard of him – just put in a demand for seventy two gala dresses. However...in my opinion, this is much more important. If you hadn't given those gems to my

friends, well, I might have gone off into exile!" Rarity let out a gentle, ladylike laugh.

"I don't want to burden you." Pinwheel replied.

Rarity tossed her mane. "It's no burden at all. It's much more fun to design a new dress from scratch than to copy old ones over and over."

Telepathically sifting through her drawings, Rarity lifted a swatch of soft teal fabric, "Teal is definitely your color, Pinwheel. I was thinking...something with lots of movement. Oh, idea! Petals! Like your pinwheels outside! I can see them now, swaying around you while you dance! Exquisite!"

"Rarity, this is..."

"For you, Pale Hoof, I was thinking of trying a top hat. Silk, of course, with a red band to match your cummerbund. The classic gentlecolt. I won't have any cliché skulls or bat wings ruining your look. I'm a little worried about getting your measurements though..." Rarity continued, "Goodness, how can I measure you without touching you?"

Pale hoof stared. "WHAT'S WRONG WITH SKULLS?"

"Nothing, dear, but don't you think that'd look dreadfully tacky at a formal ball? Hmm, I've only ever seen one pony as tall as you and that's Princess Celestia." Rarity paused for a moment, "I wonder if she'd let me measure her..."

"Rarity!" Pinwheel shouted. Rarity's mouth shut.

"Oh...Oh my." Rarity colored, "My apologies, I didn't mean to ramble."

"No, it's fine." Pinwheel smiled, "Whatever you want to do for us is fine. We trust you."

Rarity's face broke into a relieved smile. "Well, then, leave it to me. I will make you the best looking couple at the Gala." She hid her grin behind a hoof, "Next to Prince Blueblood and me, of course."

"Of course."

Chapter 12

Pale Hoof Goes to School

"THIS IS NOT A GOOD IDEA."

Pale Hoof looked up at the vivid red schoolhouse, then down at Pinwheel. White wedding cake trim gilded the gutters and pink heart-shaped designs topped the tall windows. The sign in front bore no words, just a picture of an open book. Pale Hoof dug at the ground with his hoof, the exposed bone scraping noisily against the sidewalk. Pinwheel slipped another book into his saddlebag and tightened the fastener. She smiled warmly at him, picking the saddlebag up by the strap and draping it carefully over his side. "It's just for one day. To see if it works for you." She reassured, patting the saddlebag, "We need SOMEPONY to teach you how to behave, after all. And most little fillies and colts learn to play nice in school."

Pale Hoof ventured slowly toward the window. Inside, rows of tiny fillies and colts sat at their desks, chatting cheerily as they waited for the school day to begin. One of the fillies, a tiny blue pony with spiked hair, caught sight of him and gasped. Pale Hoof quickly ducked out of the way. "I AM...UNCERTAIN AROUND CHILDREN, PINWHEEL." Pale Hoof gazed down at the dirt, "THERE ARE SO MANY OF THEM IN THERE."

"Cheerilee will make sure none of them touch you." Pinwheel assured him, "She sent out a notice to the parents and everything. All the little fillies know you're a special guest, Pale Hoof, and they know to be on their best behavior around you. I think it's really nice of Cheerilee to let you sit in on her lessons."

Pale Hoof glanced back toward the window. "THE CHILDREN WILL PANIC WHEN THEY SEE ME."

"Everyone does at first." Pinwheel replied, "But they get used to you. It's not like you have maggots and snakes crawling out of your skull." Pale Hoof stared at her. Pinwheel paused, then grimaced, "Don't get any ideas now. No creepy stuff today."

"I CANNOT HELP THE WAY YOUR REALM REACTS TO ME."

Pinwheel shook her head. "Just do your best. If you can learn to play nicely with school fillies, you can play nicely with anyone. It's not high court etiquette, but we have to start somewhere. Cheerilee was nice enough to offer to help you, so it would be rude to turn her down." Just as Pinwheel finished speaking, the school door swung open. Cheerilee stood smiling in the doorway. She nodded politely to the two ponies, gesturing into the school with her hoof. Pinwheel grinned at her and motioned to Pale Hoof. Quietly, the two of them stepped inside.

A cold silence settled over the warm classroom as Pale Hoof entered. Every single head swiveled toward the tall grey colt. Cheerilee, beaming, turned toward the class. "Class, I would like to introduce our special guest for today. Mister Pale Hoof comes from very far away and he's joining our class to learn more about Equestria." She announced in her bright, jovial voice, "I expect you all to give him the respect he deserves. No roughhousing near Mister Pale Hoof and remember to keep your hooves to yourselves. Any questions?"

A pink pony piped up in the second row. "Yeah, what's wrong with his head?" She asked, tossing her purple and white striped mane. A crystal tiara sat perched on her pompadour. The other students tittered nervously.

A silver pony with glasses, also in the second row, spoke out, "And what's with that cutie mark? Is that some kind of weird golf club?" More quiet, frightened laughter. Cheerilee frowned.

"How old is he anyway? Why is he in an elementary school class?" The silver pony continued, not giving Cheerilee a chance to speak.

"Pale Hoof? More like 'Dumb Face'." The pink pony added. The class began to laugh in earnest, fear slowly retreating.

Cheerilee lifted a hoof to silence the class. "Now, students, I know you're curious about our guest, but you can ask him after class. And girls," She stared daggers the two second row ponies, "I expect you to be polite." The pink pony in the tiara rolled her eyes, but did not retort. Neither did the silver pony. The two fillies settled quietly into their desks, staring disinterestedly into space. Cheerilee smiled again. Nodding to Pale Hoof, she gestured to a small desk in the back row, "You can sit there if you like, Mister Pale Hoof. Behind Apple Bloom."

Pale Hoof craned his neck, searching for the empty desk. There, behind a small cream-colored filly with a large bow in her mane, was his place. He hesitated at the front of the classroom. Turning his head, he peered over at Pinwheel. Giving a big, encouraging smile, she gestured toward the filly sized desk. One tentative step at a time, Pale Hoof made his way to the back row. Staring down at the tiny desk, he glanced back over at Pinwheel, who continued smiling. Sighing, Pale Hoof dropped his saddlebag on the floor and squeezed into the desk. Ice crystals crept over the window at his back.

Pinwheel turned back to Cheerilee. "If anything comes up, you know where to contact me. I'll come back to check on him later. He looks scary, I know, but he's completely harmless. He just...doesn't understand much about interacting with other ponies." She whispered to the teacher. Even from the back row, Pale Hoof caught her words. Lowering his head, he stared down at the miniature desk.

"I've worked with special needs ponies before, Miss Pinwheel. Pale Hoof will be fine. We're learning about sharing today." Cheerilee beamed sweetly at Pinwheel, "It'll be a good lesson for a pony like him."

"Thanks, then. I'll be going now." Giving Pale Hoof another encouraging smile, Pinwheel turned and ducked out of the school building. Pale Hoof watched her intently as she departed, tracking her through the schoolroom's big windows. He barely noticed when a small note landed in the middle of his desk. Cheerilee's back was turned. Gripping a piece of chalk in her teeth, she wrote out the word 'sharing' on the chalk board. Slowly, Pale Hoof looked down at the note.

'Don't worry about Diamond Tiara and Silver Spoon,' The note read in big block letters, 'They make fun of everyone.' Looking up, Pale Hoof caught the eye of the bow-headed filly in front of him. Her orange irises were huge and luminous like lighted pumpkins. She flashed a smile at him before turning back around.

Pale Hoof flipped the paper with his hooves. Dark, oozing letters formed on the page, written in black smoke. Enveloping the paper in a bleak, misty aura, he levitated the note back over to the filly. Just as the note was drifting over the bow filly's head, though, Cheerilee turned around. "Is...that

a note?" She asked, setting the chalk down on her desk, "It's against the rules to pass notes."

Pale Hoof was silent for a second. "IT IS NOT MINE."

Cheerilee's expression hardened. "Now, Mister Pale Hoof, you are our special guest, but special guests still have to follow the rules." She insisted, "Come to the front of the class and read it aloud."

Slowly, Pale Hoof eased out of the filly sized desk and made his way to the front of the classroom. The note levitated behind him, leaving an ephemeral trail of darkness in its wake. Cheerilee stepped aside and Pale Hoof took his place at the front of the classroom. Unfolding the note, he scanned his writing. "IT READS," He cleared his throat, " 'DIAMOND TIARA AND SILVER SPOON ARE OF NO CONCERN TO ME. THEY SHALL HAVE A WARM PLACE IN HELL FOR THEIR MOCKERY.'"

Cheerilee blanched. In the second row, the pink pony and her silver companion stared wide eyed. "Uh...I don't think that sort of talk is appropriate for the classroom, Pale Hoof." Cheerilee began after several seconds of silence, "Please take your seat. I'll speak with you after class." Without even acknowledging her request, Pale Hoof made his way back to his seat. Grimacing, Cheerilee shuffled through her notes. "Now...uh...who can tell me about 'sharing'?"

"All right, class, take your lunch outside. It's break time!" When the lesson was finished, the chalkboard was covered with white words. Pale Hoof stared blankly at the wall. 'Sharing' – the act of giving part of what you have to another. 'If Sunny Daze has two apples and her friend has none,' Cheerilee noted, 'the kind thing to do would be to share!' Pale Hoof sat frozen in his tiny desk while the students rose and claimed their lunches, flooding outside in a squealing deluge. Cheerilee stared at him from across the room, "Mister Pale Hoof, could we chat for a moment? I know you're tired of sitting in that tiny desk, but..."

"IF YOU HAVE SOMETHING TO SAY, SAY IT." Pale Hoof answered, squeezing out of the desk. He loomed a full head higher than Cheerilee. She had to tilt her head back to look at him.

"It's not good to tell children they're going to hell." Cheerilee replied, "Diamond Tiara and Silver Spoon are problem students sometimes, yes, but they're just little fillies."

"THE SOULS OF SLANDERERS ARE BANISHED TO THE VOID. THIS IS SIMPLY FACT." Pale Hoof confirmed. Cheerilee wrinkled her nose.

"Even so...hurtful words like that can make a bad impression on children."

"THEN YOU SHOULD HAVE WARNED THEM OF THAT BEFORE THEY ATTEMPTED TO MOCK DEATH." Pale Hoof boomed, his words shaking the school windows. Cheerilee shivered.

"Either way, Pinwheel said you needed help learning to get along and this is your first lesson. Telling people they're going to Hell is not a good way to make friends or settle differences." Cheerilee scolded, "I need you to play nicely with my little fillies."

Pale Hoof sighed. "I WILL RESTRAIN MYSELF, THEN."

Cheerilee tried to smile. "Well, then, how about you go outside and have lunch with the children? Did Pinwheel pack you a lunch?"

"I DO NOT NEED FOO—"

Before Pale Hoof could finish his sentence, three fillies – an orange pegasus, a white unicorn, and the pony in the bow who'd passed him the note – burst through the schoolhouse door. "He can eat with us, Miss Cheerilee!" The orange pegasus announced, one hoof in the air. Pale Hoof and Cheerilee stared. The three fillies clustered around Pale Hoof, beaming up at him with toothy smiles and dewy eyes.

"C'mon, Mistah Pale Hoof!" The pony in the bow pleaded, her harpsichord country accent unpleasantly familiar, "Ya kin tell us how ya got yer cutie mark!"

"Yeah!"

Cheerilee balked at the trio. "Uh...be careful, girls. Be sure not to touch him."

"We won't, Miss Cheerilee! We promise!" The unicorn chirruped, her cotton candy mane bouncing as she turned her head, "Come on, Mister Pale Hoof! You can share our lunches!" Before Cheerilee could say anything else, the three fillies were already herding Pale Hoof toward the door. They crowded around him, getting under his hooves and ushering him out the building. Pale Hoof had to dance from hoof to hoof to avoid them. Their round heads were always just under foot.

They pushed him out the door and onto the playground. With Pale Hoof's arrival, the other fillies stopped playing. Diamond Tiara and Silver Spoon hovered near the sandbox, eating their lunches out of bedazzled purple and pink lunchboxes. They glared icily at Pale Hoof. The three ponies herded him over to a spot by the slide, where their three lunch pails sat in the shade. "Ah'm Apple Bloom!" The bow pony declared, "That's Scootaloo an' Sweetie Belle! Pleased t' meetcha, Pale Hoof!"

Pale Hoof fell back on his rump and stared at the three grinning fillies. They watched him eagerly, waiting for a response. None came. Finally, the unicorn – Sweetie Belle – spoke up. "So..." She began uncertainly, "That was pretty cool how you stood up to Tiara and Spoon!"

"And check out that wicked cutie mark!" The orange pegasus – Scootaloo – grinned. Pale Hoof glanced down at his flank, "What is it – like a golf club?"

"Oooh, we haven't tried golfing yet!" Sweetie Belle interjected, "Cutie Mark Crusaders Golf Team!"

"Ah dunno. Somepony told me that sport was really borin'." Apple Bloom added.

"We can't KNOW until we TRY!" Scootaloo replied, "What if you had a golf talent and you didn't even know it?"

Pale Hoof watched the fillies bicker silently. After a few seconds, he spoke. "IT IS A SCYTHER, CHILDREN, NOT A GOLF CLUB." The trio quieted down, "I AM DEATH, THE REAPER OF SOULS. THE SCYTHER IS MY TOOL."

The children stared at him blankly. "...What the heck is that supposed to mean?" Scootaloo asked.

"WHEN A PONY DIES, I SWING MY SCYTHE TO SEND THEM TO THE AFTERLIFE THEY DESERVE. HEAVEN. OR HELL." Pale Hoof elaborated. The fillies stood slack jawed.

"Jes' what kinda special talent is that?" Apple Bloom asked, "How d'ya earn a Reapin' cutie mark?"

"WHEN EQUESTRIA WAS BUT A STEAMING VAT OF FIRE AND CHEMICALS, I BEHELD AS THE FIRST INFINTESIMAL SPARK OF LIFE GREW INTO BEING. AND WHEN THAT SPARK EXTINGUISHED, MY STAFF MATERIALIZED FROM THE SMOKE AND I CLAIMED THE FIRST TINY SOUL TO WALK THE EARTH. IT WAS THEN THAT I KNEW THE PURPOSE OF MY EXISTENCE, THE MOMENTOUS TASK GIVEN TO ME BY THE PONY GODS THEMSELVES. I HAVE REAPED SOULS EVER SINCE." Pale Hoof boomed. Rust crept like a fungus over the nearby slide as he spoke, "THIS SYMBOL, HOWEVER, IS BUT A FEATURE OF MY FLESH FORM. MY TRUE BODY HAS NO MARK, AS IT DOES NOT HAVE FLESH."

Silver Spoon and Diamond Tiara, who'd been watching the foursome from the sandbox, perked up. Packing their half finished lunches, they wandered over. "So, like, basically you're saying that you HAVE no cutie mark." Tiara huffed, gazing at Pale Hoof with an upturned nose.

"Just what we need, MORE blank flanks goofing up school." Silver Spoon rolled her eyes.

"Not only is he ugly, his cutie mark is a fake!" Diamond Tiara laughed cruelly, "What kind of loser fakes a cutie mark?"

Pale Hoof stared at the two giggling earth ponies. "LET ME TELL YOU SOMETHING, DIAMOND TIARA AND SILVER SPOON..." He said, rising slowly to his feet. The two fillies stopped laughing, gazing up at him instead with wide, still eyes, "I CAN SEE YOUR LIVES STRETCHING BEFORE ME LIKE TWIN WASTELANDS. YOU WILL BOTH DIE ALONE AND UNLOVED, HOLED UP IN YOUR HOUSES WITH YOUR PILES OF UNFEELING LUXURIES. WHEN YOU DIE, I WILL BE THERE TO REAP YOUR SCREAMING SOULS. YOU SHALL BE CONDEMNED TO HELL FOR YOUR AVARICE AND SLOTH. YOUR ARSE SYMBOLS ARE AS MEANINGLESS AS YOUR INSULTS. I SHALL TELL YOU RIGHT NOW – CUTIE MARKS ARE POINTLESS IN HELL."

Everypony on the playground was silent. Pale Hoof sat back down in the mulch and stared eyelessly at the fillies before him. All five, including Scootaloo, Apple Bloom, and Sweetie Belle, were deathly silent. No pony moved. Silver Spoon burst into tears. Wailing, she whirled about and ran. Diamond Tiara took a few frightened steps back before turning and chasing after her friend. The three remaining fillies stood frozen.

"Ya...ya didn't hafta make them cry..." Apple Bloom murmured. Pale Hoof stared at her.

"IT IS BUT FACT." Pale Hoof replied. Still gaping at him, the three fillies sat down. Scootaloo timidly opened her lunch box and took out a carefully wrapped sandwich.

"Uh...you can still share lunch with us...if you want." She set the sandwich on the ground and pushed it toward him with her back hoof. Enveloping the sandwich in a dark aura, Pale Hoof gazed at it solemnly.

"THE TEACHER'S SHARING LESSON DICTATES THAT YOU MUST TAKE HALF OF THIS."

Scootaloo shook her head. "Uh...you can have it."

"NO. I INSIST."

"And...and then he said our cutie marks were pointless! And he said Tiara and I would go to Hell forever!" Silver Spoon sobbed into Cheerilee's chest. Gently, the teacher smoothed back her mane and retrieved a handful of tissues from the box on her desk. Silver Spoon blew her nose noisily. Cheerilee glanced over at Diamond Tiara, who peered fearfully out the window.

"Is this all true, Tiara?" Cheerilee asked. Diamond Tiara looked away from the window, frowning deeply.

"He was totally mean." Tiara confirmed, scraping her hoof against the floor, "I mean...I know he was probably just jealous of our super cool cutie marks, but..." Tiara shuddered.

"I'll go have a talk with him, girls. You two finish your lunch in here. And help yourselves to the tissues." Cheerilee patted Silver Spoon gently on the head before making her way outside. She'd watched them from the window. Scootaloo, Sweetie Belle, and Apple Bloom, the self titled 'Cutie Mark Crusaders', had lead him back behind the slides, where they usually sat during lunch time. The playground was eerily quiet , all the usual noises of fillies playing silenced. Cheerilee's hooves crunched on the mulch. A squeal of fear echoed from behind the slide. Cheerilee broke into a gallop.

"What are you DOING? That's not sharing at all!" Sweetie Belle cried. Behind the slide, Pale Hoof loomed over the limp body of Scootaloo, pushing the battered remains of a sandwich into her mouth. Mustard and bits of lettuce and tomato covered Scootaloo's face. Cheerilee's jaw fell open. The other two Crusaders huddled beneath the slide, trembling in each others' hooves.

"What's going on here?" Cheerilee demanded hoarsely. Pale Hoof looked up.

"I AM SHARING A SANDWICH WITH THIS FILLY." He answered, "AS DESCRIBED IN TODAY'S LESSON." Cheerilee felt her eyelid twitch.

"You...you killed her!"

"I AM MERELY SHARING THE GIFT OF A DELICIOUS LUNCH." Pale Hoof glanced down at the limp, mustard coated body, "THE DEATH IS A SIDE EFFECT."

"I'm calling the guards!" Cheerilee turned to run, but the sight of a blue pony standing at the playground gate stopped her. Cheerilee dashed up to Pinwheel, "Miss Pinwheel, thank Celestia you're here! He's...he's killed a student! Oh, Celestia, he killed Scootaloo!"

Pinwheel stared past Cheerilee toward the slide, shaking her head. Coolly, she crossed the playground over to Pale Hoof. "Pale Hoof, that is not how you play with children. Bring her back." Cheerilee gaped as Pale Hoof dropped the sandwich and, lowering his head, breathed into Scootaloo's mouth. The orange pegasus sprang back to life. She stared down at her hooves in amazement, mustard dripping from her mane.

"Woow!" Scootaloo grinned, "Did you SEE that, Crusaders? He brought me back to life!"

"Scootaloo, you..." Cheerilee dropped off mid sentence. The other Crusaders approached Scootaloo hesitantly. They poked her experimentally and began to smile.

"Hey! He DID bring her back t' life!"

"That's SO cool!"

"Teach me how to do that!" The three fillies flocked around Pale Hoof, chattering excitedly in mixed voices.

"It could be OUR special talent too! Raising the dead!"

Pale Hoof stared over at Pinwheel, not saying one word.

"Girls...girls...he..." Cheerilee couldn't find the words. She looked helplessly over at Pinwheel.

The blue mare tossed her mane. "Come on, Pale Hoof. It's time to go home." She sighed, "I was coming over to check how you were doing but...I guess now is a good pick up time. I'm really sorry he scared you, Cheerilee."

"He...Scootaloo...She was..."

"That's just how Pale Hoof is." Pinwheel smiled wryly. She beckoned Pale Hoof. Stepping carefully over the fillies, he walked to Pinwheel's side, "I don't think school is the right thing for him after all."

"What? He's leaving?" Scootaloo whined.

"I wanted him to teach me how to raise the dead!" Sweetie Belle whimpered.

"Yeah! Can't he stay a lil' while longer?"

Pinwheel shook her head. "It's probably better if we leave now. Thanks for letting him visit, Cheerilee." Nodding to the teacher, Pinwheel headed back

across the playground with Pale Hoof in tow. She glanced up at the tall grey colt, "You learn anything?"

"I LIKE SHARING."

Cheerilee was too shocked even to blink.

Chapter 13

Adventures in Fillysitting

"Okay, then...how about..." Pinwheel frowned, rubbing her chin with her hoof. She gazed critically at the ponies trotting down the street. She pointed toward a blue mare with a pink horseshoe cutie mark, "What about her?"

Pale Hoof looked up from his chocolate pudding. The two of them rested on a bench outside Sugarcube Corner. A glob of chocolate dripped from his chin. He watched the blue mare for a few moments. "OLD AGE." He concluded, returning to his pudding. His yellow teeth were stained with chocolate. Pinwheel nodded slowly, ruminating on her fudge. A pile of goodies sat between them. Although Mrs. Cake still froze in terror whenever Pale Hoof entered her shop, no one could doubt that he was one of the best customers. Pinwheel's cupboards were stocked with all kinds of chocolate goodies – chips, cookies, cereals. Pale Hoof barely ate anything else.

Pinwheel inspected the passersby. "Hmmm...what about him?" Pinwheel gestured to a caramel colored stallion across the street. Pale Hoof swallowed the rest of his pudding and peered at the stallion.

"PLOWING ACCIDENT." He decided. Levitating a handful of malted milk balls, Pale Hoof popped them in his mouth one by one. They rolled down his lengthy black tongue and vanished into the dark void of his throat. Ethereal dark mist spilled from the corners of his mouth.

"Gruesome." Pinwheel grimaced at the stallion. She glanced sidelong at Pale Hoof, squinting at him through her glasses, "Okay...so...what about me? Tell me about my death."

Pale Hoof paused from a moment, tilting his head back in thought. "WHICH ONE?"

"Don't get cute." Pinwheel huffed, "C'mon, tell me."

"I DO NOT KNOW WHAT YOUR DEATH WILL BE LIKE."

Pinwheel narrowed her eyes at him. "How could you not know? You're the Grim Reaper!" She complained, swallowing her fudge, "I thought you said you could see everypony's death."

"I CAN ONLY SEE YOUR NEXT DEATH CHRONOLOGICALLY. AND I WILL TELL YOU, THAT WILL NOT BE YOUR FINAL DEATH." Pale Hoof responded, extending his long tongue and lapping up the rest of the fudge, "I WOULD NOT ALLOW IT."

"Not allow it?"

Before Pale Hoof could respond, a voice called to them from across the street. "Pinwheel! There you are!" Pinwheel looked up. There, sauntering across the road with full saddlebags hanging from her sides, was Rarity. The white unicorn strolled up to the bench, a small crease wrinkling her smooth forehead. Pinwheel's smile dropped off her face. "Oh, dear, I'm sorry for bothering you on your date, but I have a small favor to ask. I fear you're the only person I can turn to!" Rarity peered down at the chocolate candies laid out on the bench – milk balls, fudge, slices of torte. Their cake and fudge sat on lacy pink doilies. Clusters of chocolate candies bulged in colored cellophane bags, tied with bright ribbons. "...Oh my, that's quite a lot of chocolate you have. I hope you two aren't filling up on junk food." Pale Hoof peered down at his feast.

"I ENJOY CHOCOLATE." Pale Hoof answered, unwrapping a slice of fudge and dropping it down his gullet, "IT REMINDS ME OF FRESHLY TURNED GRAVE DIRT. SUBLIME."

Rarity turned faintly green. "Yes...well...I suppose an immortal pony god does not need to worry about his figure." She sighed deeply, "Anyway, Pinwheel..."

Pinwheel climbed off of the bench, frowning deeply at Rarity. A few bags of chocolate tumbled to the sidewalk. Ponyville's premiere fashion designer carried herself with the same poise as usual, but the bottoms of her saddlebags sagged with weight. The skin under her eyelids puffed noticeably. "What's wrong, Rarity?" Pinwheel asked, tilting her head.

"Oh, dear...It's completely unprofessional of me to ask this of a client, but...well, we ARE friends, aren't we?" Rarity smiled entreatingly, helping pick up the chocolate. She set the bright cellophane bags back safely on

the bench, "You see...I just finished an order for a very influential customer and I'd like to go to Canterlot to deliver it personally."

"Well, that's a good thing, isn't it?" Pinwheel asked, "It means you're getting popular, right? Who's your big customer?"

Rarity let out an excited squeal, a big grin spreading across her face. Her eyes sparkled with delight. "Sapphire Shores! The pony of pop herself! Can you *believe* it, Pinwheel? That review from Hoity Toity really propelled me to stardom!" Rarity giggled. One second later, though, her ears were back and her head was down, "But it's such a lot of work for just one unicorn. All the new orders make it impossible to find time for anything else! But I won't bore you with the details. The point is, I'll be going to Canterlot to deliver Miss Shores' orders. I just need someone to watch Sweetie Belle. I wish I could take her with me, but I must retain an air of professionalism and—"

Pinwheel held a hoof to stop her. Rarity paused mid sentence, staring at Pinwheel. "...You're saying you want *us* to take care of Sweetie Belle? Us?" Pinwheel asked, eyes wide, "Didn't you hear what happened at the school the other day?"

Rarity blinked. "Oh! Oh, yes. I did. Miss Cheerilee called all the families to apologize for Pale Hoof, but..." Rarity paused, "When Sweetie Belle came home, she was just raving about him! Talking about how he stood up to bullies for her and such."

Pinwheel glanced over her shoulder at Pale Hoof, "He's not so good around children. You should really try to find another filly sitter."

Rarity pouted, eyes quivering. She leaned in close to Pinwheel. "Please, I have no one else to rely on! Fluttershy, my usual filly sitter, is busy this weekend. And I dare not bother Twilight or Applejack!" She pleaded, clamping Pinwheel's face between her hooves, "Besides...you'll be there! Everyone knows Pale Hoof listens to you. You'll keep him under control, I know!" Rarity smiled sweetly at Pale Hoof, who watched her silently from the bench. Chocolate oozed between his teeth.

Pinwheel shook herself free of Rarity's grip. "Well...I guess...if you have no one else." She sighed, scraping her hoof uncertainly against the sidewalk. "Are you sure Sweetie Belle won't be scared?"

"On the contrary, she seemed excited." Rarity replied.

"Well, all right then." Pinwheel smiled back at Pale Hoof, "We don't really have anything else to do this evening."

Rarity beamed, letting out a little squeal of delight. "Wonderful! I'll be by to drop her off this evening. I'll be sure to get Sapphire's autograph for you, Pinwheel!"

The doorbell trilled through the front hallway. Ding dong! Pinwheel's spaghetti noodles softened in the boiling pot. Puffs of steam rose from the top, misting the small kitchen windows. Pale Hoof rose from his spot at the table and peeked out into the hall. "PINWHEEL. THEY HAVE ARRIVED." Pinwheel gripped the lid handle in her teeth and covered the pot. Unopened jars of spaghetti sauce sat on the kitchen countertop. Setting her spoon aside, Pinwheel ducked out into the hallway. Pale Hoof trailed after her.

They made their way down the hall to the front door. Grinning nervously at Pale Hoof, Pinwheel gripped the door handle in her teeth and pulled it open. A chorus of high pitched voices greeted them. "Hi, Mister Pale Hoof!" There, standing on the porch with purple, orange, and green sleeping bags tied to their backs, were three little fillies. Scootaloo stood in the center, flanked by Sweetie Belle and Apple Bloom. Rarity stood behind the trio, smiling sheepishly. Before Pinwheel even had time to blink, the three fillies swarmed inside, nearly knocking her flat. They clustered excitedly around Pale Hoof, jostling each other for position. Pale Hoof stared blankly at the children.

"Hey there, Mistah Pale Hoof!" Apple Bloom grinned, the bow on her head bouncing as she shoved past her friends, "We missed ya at school!"

Scootaloo bumped Apple Bloom out of the way. "Yeah! You never showed us how you did that cool trick!"

"Quit shoving, you hogs!" Sweetie Belle squealed, trying to push between Scootaloo and Apple Bloom. She clambered up over their backs, "Yeah! I wanna know how to raise the dead too!"

"Sweetie Belle!" Rarity scolded, stepping into the house, "Mind your manners. You are a guest."

Apple Bloom and Scootaloo sidestepped, letting Sweetie Belle fall to the floor. Sweetie rubbed her head, frowning, "Sorry, sis." Scrambling to her feet, she whipped around, grinning up at Pale Hoof with big, eager eyes. Rarity stepped around the fillies, frowning guiltily at Pinwheel.

"I'm so sorry about her friends." Rarity sighed, ears folded back against her head, "It's...a bit hard to separate them."

Pinwheel rubbed the back of her neck. "Well...I'm...not really sure about this. I was only expecting one filly."

"Oh, I know! My sincerest apologies. But...It won't be too much of a problem, will it?" Rarity asked, "Fluttershy can handle them. They're well behaved girls."

Pinwheel glanced uncertainly at the three fillies. They stood just inches away from Pale Hoof, grinning up at him with huge, manic smiles. Visions of dead fillies flashed in Pinwheel's mind. She suppressed a shudder. "Well...uh...the thing is, Fluttershy doesn't kill everything she touches." At the mention of Fluttershy, Pinwheel couldn't help but think of the incident with her turtle back on their first date. The turtle hadn't even really touched Pale Hoof, just brushed his fetlock. That alone was enough to kill it.

Rarity turned toward the trio. "Girls, you are standing much too close to Mister Pale Hoof. Give him some space." Rarity ordered. The fillies all turned to look at her simultaneously

"Do we HAVE to?" Sweetie Belle asked, pouting at her sister.

"Of course you do! It's rude to invade somepony's personal space! You must be polite when visiting somepony else's house."

Sweetie Belle sighed deeply. "Okay..." Pouting, she and her friends took a few steps back. Rarity beamed at Pinwheel.

"See? Very well behaved little fillies." Rarity glanced at the clock on the wall, "Now...if you'll excuse me, I must be off. Trains to catch and such."

"Uh, sure..." Before Pinwheel could even get the words out, Rarity had vanished. As soon as she was gone, the three fillies resumed their jostling, all jockeying to get closer to Pale Hoof. Pale Hoof skittered out of the way, struggling not to step on any of the girls. Pinwheel stared hopelessly down at the three, "Um...uh...Girls..." The fillies paid Pinwheel no mind, dodging between Pale Hoof's legs and shouting questions.

"What was that weird black place you sent me to?"

"How do WE earn a reaping cutie mark?"

"Cutie Mark Crusaders Grim Reapers!"

"Girls!" Pinwheel shouted, "Really, don't get so close to him!" Finally, Pale Hoof opened his mouth. Three black tentacles leaped from his throat. Latching around the Crusaders' sleeping bags, the tentacles lifted them bodily into the air. The three fillies struggled in mid air, dangling from the straps of their sleeping bags. Pale Hoof held them at a safe distance. Slowly, he turned toward the living room. Carrying the three fillies to the couch, he set them down one by one. Pinwheel trailed after him, mouth agape. The crusaders sat indignantly on the sofa, hooves folded.

"CHILDREN, I WELCOME YOU TO PINWHEEL'S HUMBLE ABODE." Pale Hoof announced, closing his mouth. The dark tentacles vanished, "THERE ARE TWO RULES. ONE, DO NOT TOUCH ME. TWO, YOU SHALL HEED PINWHEEL'S WORD. ANY QUESTIONS?" Sweetie Belle started to raise her hoof, but Apple Bloom quickly pulled her hoof down. Pale Hoof nodded. "EXCELLENT. I EXPECT THIS TO BE A PEACEFUL NIGHT, THEN."

"Pale Hoof..." Pinwheel hovered in the doorway, staring. Pale Hoof stared toward her.

"RETURN TO YOUR COOKING, PINWHEEL. I WILL MIND THE LITTLE ONES."

Pinwheel frowned. "Uh...I'm not sure that's such a good idea. Considering last time..." Pinwheel tried not to shiver. The image of a dead Scootaloo, face smeared with mustard, haunted her mind.

"DO NOT FEAR. THEY ARE UNDER MY PROTECTION. NO HARM SHALL COME TO THEM."

Pinwheel shifted awkwardly from hoof to hoof. "All right...Just shout if something happens, then."

Pale Hoof regarded the three fillies on the couch. They gazed back at him, three different expressions in their grapefruit sized eyes. Sweetie Belle smiled eagerly, bouncing on the sofa cushion. Scootaloo crossed her forelegs, squinting critically at Pale Hoof. Apple Bloom stared up at him attentively, like a pupil watching a teacher. The living room light creaked ominously behind Pale Hoof's head, swinging back and forth on its chain. Shadows flickered across the fillies' faces, throwing their expressions into relief. For several seconds, the four ponies regarded each other in silence.

Finally, Scootaloo jerked to her feet. "All right, Crusaders! Let's cut to the chase!" She announced, looking back at her friends. Boldly, she turned, pointing toward Pale Hoof, "Tell us how to get a reaping cutie mark!"

Pale Hoof stared down at the trio. "THERE IS BUT ONE REAPER." He boomed. The furniture shook with every word. Dust rained down from the ceiling. Outside, an owl screeched, "AND THAT IS ME."

Sweetie Belle's ears drooped. "Come on, that's not fair! We've tried everything!"

"Singing, song writing, sewing..." Scootaloo listed.

"Cookin', carpentry, comedy..." Apple Bloom continued.

"Acting, art..." Sweetie Belle finished, "Animal husbandry..."

"We've seriously tried everything!" Scootaloo insisted, "Reaping is the only thing left! Come on! We're the only ones in our class without cutie marks!"

"I CAN ASSURE YOU THAT REAPING IS NOT YOUR SPECIAL TALENT."

"Can ya at least give us a demonstration?" Apple Bloom pleaded, "We jus' wanna make sure."

"I SWORE UPON MY HONOR AS A REAPER THAT NO HARM WOULD COME TO YOU." Pale Hoof answered, placing a hoof solemnly over his heart, "ONCE A SOUL IS REAPED, IT IS NOT EASILY UNDONE. WOULD YOU TRULY HAVE ME PLACE YOUR SOULS IN SUCH DANGER?"

"We'll be fine! Please?"

Their combined puppy stares were too much for Pale Hoof. Sighing, he lowered his head. His scythe, gnarled, black, and spiny, materialized on the living room floor. The blade gave off its familiar ambient glow, filling the dim living room with icy light. The three fillies squinted, shading their eyes with their hooves. Gripping the scythe in his teeth, Pale Hoof reared back, preparing to swing.

A flurry of hoof beats echoed in the hall. Pinwheel burst through the door, sauce spoon still held in her teeth. Flinging the spoon aside, she threw herself at Pale Hoof. Pale Hoof stumbled back, bumping hard into the coffee table and dropping his scythe. The scythe vanished as soon as it hit the ground. When the cold, bright light faded, Pinwheel slumped on the floor, stone dead. The three fillies gaped, their pupils shrunk to pinpricks. "PARDON ME, GIRLS." Pale Hoof nodded to girls on the sofa, then lowered his head and breathed into Pinwheel's mouth. She sprang back to life.

"No using the scythe around the fillies!" Pinwheel barked.

"THEY WISHED FOR A DEMONSTRATION." Pale Hoof answered coolly.

"I don't care! No reaping the fillies." Pinwheel insisted, glaring at Pale Hoof over the tops of her glasses, "Rarity will have our heads if you hurt them."

"AS YOU WISH, PINWHEEL."

"Good." Pinwheel stooped to pick up her spoon and, giving Pale Hoof a last suspicious look, she headed back toward the kitchen, "Dinner in five, you all."

Watching Pinwheel over the back of the sofa, the Cutie Mark Crusaders each let out a sigh. Slowly, they shifted around, their heads drooping. "I thought fer sure that we'd made good Grim Reapers." Apple Bloom whimpered, her bow drooping.

"IT TAKES TIME."

"I'm tired of everyone telling us that!" Scootaloo growled, "That's all anyone ever says!"

Pale Hoof breathed out. Cold air filled the room. "FILLIES, LET ME EXPLAIN SOMETHING TO YOU. YOUR LIVES ARE BUT SMALL FLICKERS OF ENERGY IN A VAST, UNFEELING VOID OF CHAOS. YOU FLASH BRIGHTLY AND THEN YOU ARE GONE, LEAVING NO MARK ON THIS INFINITE, TIMELESS ABYSS WE FIND OURSELVES IN. WHATEVER YOU DO IN THIS LIFE WILL NOT MATTER. WHY, THEN, DO YOU WORRY SO OVER YOUR ARSE SYMBOLS? THEY WILL CHANGE NOTHING. YOUR LIVES WILL BE BRIEF AND MEANINGLESS WITH OR WITHOUT CUTIE MARKS."

The three fillies stared at him.

Pinwheel poked her head into the living room. "Dinner, everypony!"

The Cutie Mark Crusaders unrolled their sleeping bags on the living room floor. Clutching their pillows, they curled up inside their bedrolls. Pale Hoof loomed over them, watching as the three got ready for bed. "DID YOU BRUSH YOUR TEETH?" He hissed, black fog drifting from between his teeth. Pinwheel frowned at him.

"Yeah, yeah, we brushed." Scootaloo answered, peering at Pale Hoof from beneath her bright purple sleeping bag. Sweetie Belle and Apple Bloom grinned, showing off clean smiles. Pale Hoof stared back at them, skull expressionless as always.

"EXCELLENT. THEN, ACCORDING TO MY KNOWLEDGE OF FILLIES, NOW IS THE TIME FOR A BEDTIME STORY."

"Pale Hoof, I'll take care of it from here. Why don't you head back to your realm for the night?" Pinwheel suggested, smiling nervously at Pale Hoof, "We don't want to give the little fillies nightmares now..."

"THEN PERHAPS A LULLABY?"

Pinwheel blinked, her frown deepening. "I'm...uh...not so sure about that one either."

"NONSENSE. I KNOW MANY ANCIENT BALLADS AND REQUIEMS FOR THE CHILDREN. I SHALL RECITE ONE OF THE MOST ANCIENT OF THEM FOR YOU." Pale Hoof boomed, causing the floorboards to shake, "LISTEN TO ME, CHILDREN! I SHALL SOOTHE YOU INTO THE SLEEP WHICH KNOWS NO DREAMS!"

"Wait, does that mean you're going to kill—"

Pale Hoof didn't give Pinwheel a chance to finish. He cleared his throat, a terrible hacking sound that reminded Pinwheel of a cat being shoved through a meat grinder, then began. His singing voice was no different than his speaking voice – cold, filled with uncanny reverberations as though he were speaking from the bottom of a particularly deep cavern, tinged with that odd Manehattan accent. "HUSH NOW, QUIET NOW, IT'S TIME TO REST YOUR SLEEPY HEADS. HUSH NOW, QUIET NOW, IT'S TIME TO GO TO—"

He hadn't even finished the first verse when Scootaloo interrupted him. "Hey! Fluttershy already sang that one for us!"

Pale Hoof stared down at her, jaw hanging open. He regarded Scootaloo for several seconds, unmoving, not making a single sound. Then, out of nowhere, Pale Hoof let out an unholy scream. Every light bulb in the room shattered simultaneously, plunging the room into a deep, blue darkness. Pale Hoof's scream sent the shadows into spasms, making them convulse like living things. Even long after Pale Hoof stopped screaming, the unholy echoes of his noise reverberated in the air. Outside, an owl fell dead on the porch.

Everypony stared at Pale Hoof. The Crusaders gaped, their pupils shrunk, each one clutched her pillow for warmth. A hairline crack split across Pinwheel's glasses. The lenses shattered, falling to the floor in pieces. Pinwheel stared down at the shards.

"GOOD NIGHT." Pale Hoof whispered, vanishing into smoke. Pinwheel and the fillies gaped at one another.

"Erm..." Pinwheel finally managed to mutter, "I'll go get a broom, I guess." Careful not to step in the glass, Pinwheel left for the kitchen.

"I hope they weren't too much trouble!" Rarity arrived back the following afternoon, strutting around in a designer hat straight out of a Canterlot boutique, "I had a simply divine time on my trip, thank you for asking. I got this lovely hat and...oh my..."

Pinwheel ushered the three fillies out the door. All three were pale, their eyes foggy from a lack of sleep. "We, er, tried our best." Pinwheel laughed nervously. Rarity put a hoof to her mouth.

"My goodness, are they all right?" She asked, looking from Pinwheel to the fillies and back to Pinwheel. All three were unusually still, their eyes wide and motionless. Frowning, Rarity poked Sweetie Belle's nose, "Sweetie, darling?" Sweetie Belle swayed back and forth, as if pushed by a gentle breeze, but did not respond. "Dear Celestia, what did you DO to them?"

Pinwheel blushed. "N-nothing! We just gave them dinner and put them to bed!"

"Did...Pale Hoof do anything?" Rarity asked, grimacing.

"No, he was really good, I swear..."

Pale Hoof loomed in the shadows behind Pinwheel. "THEY WERE VERY WELL BEHAVED, MISS RARITY."

"Well...ah, perhaps next time, I'll find a new filly-sitter." Rarity laughed nervously. Gently, she ushered the three fillies toward the porch steps. As they trotted listlessly along, Scootaloo turned her head toward Sweetie Belle.

"Hey, Sweetie Belle."

"Yeah?"

"Remember how Pale Hoof's scythe glowed in the dark?"

Sweetie Belle sprang back to life, her good color returning. "Yeah! That was awesome!" The fillies quickly resumed their excited chatter.

"Did you HEAR that scream?"

"I was so scared!"

"I know! I almost peed my sleeping bag!"

Rarity turned her head and smiled at Pinwheel, sighing. Pinwheel grinned back. Smiling, she looked up at Pale Hoof. "Fillies are pretty strange, aren't they, Pale Hoof? Cute, though."

"YES, QUITE CUTE. IT IS TOO BAD THAT THEY WILL SOON SHRIVEL UP WITH AGE AND DIE."

"You're a real cheerful colt, aren't you, Chuckles?" Pinwheel peered at him over her empty glasses frames, "Can you have kids, Pale Hoof?"

Pale Hood paused for a moment, lowering his head in thought. "...I SUPPOSE I COULD, IF I DESIRED." He lifted his chin, watching the fillies as they strolled away from the cottage, "EVEN SO...I AM IN THE BUSINESS OF TAKING LIFE, NOT CREATING IT."

"I can't even imagine what your kid would look like."

"I WOULD NOT HAVE ONE. I CANNOT CREATE LIFE, SIMPLY RESTORE IT." Pale Hoof replied, "MY CHILD WOULD LIVE A FALSE LIFE. I WOULD NOT WISH THAT FOR ANY PONY."

Pinwheel gazed at him for a few moments, a small frown tugging on her lips. Pale Hoof's voice was the same as always – booming, emotionless, and eerily resonant – but there was a hint of melancholy in it that Pinwheel had never heard before. "Hey..." She began uncertainly, "Let's go to Sugarcube Corner. It sounds like you need some chocolate ice cream."

Pale Hoof inclined his head. "AS YOU WISH."

Chapter 14

Pale Hoof Wraps Up Winter

"Do you think Dizzy will like her gift?"

Ponyville lay swaddled in snow. White drifts covered everything from rooftop to sidewalk. When the pegasi scheduled a snowfall, they certainly didn't skimp on it. They'd done their best to clear the streets, but the snow still covered Pinwheel's hooves. She and Pale Hoof strolled down the snow covered sidewalks, flakes still fluttering around them. Though the largest portion of the snow had already fallen, light flurries still swirled in the air. Flakes collected in the crannies of Pale Hoof's skull. A red-wrapped package sat on Pinwheel's flank. All day, they'd been combing the shops for the perfect gift. Hearth's Warming was right around the corner. Although most of the shops were closed for the blizzard, Rarity's boutique stood open in spite of the snow. That was where they'd found the gift – a wooly knit scarf, perfect for a pegasus flying around in the cold. Pale Hoof watched Pinwheel as they waded through the snow.

"WHY WOULD SHE DISLIKE IT? IT IS A FINE SCARF." He asked, shaking the snow from his skull. He sent a spray of ice flying into Pinwheel's face. Pinwheel blinked, eyes watering. A long, green scarf hung around his neck, tied in a knot like a noose.

"I don't know..." Pinwheel sighed, ears drooping, "Dizzy's still mad at me, I think."

"WHY?"

"Because I'm hanging around with you, that's why." Pinwheel answered. Pale Hoof said nothing, "We haven't talked since...you know, that night where you dragged me around Ponyville."

"SHE IS RIGHT TO FEAR ME. I AM DEATH."

Pinwheel looked around at the ponies in the square. Everywhere she looked, ponies were ambling through the snow. Some carried shopping

bags. Others just wandered around enjoying the frosty scenery. No pony so much as glanced at Pale Hoof. They gave him a wide berth. Pinwheel could stretch out all her legs and still not touch anypony. She caught a filly gazing wide eyed at Pale Hoof, but the filly's mother quickly pulled her away. A deep frown tugged at Pinwheel's mouth. The blue mare turned in place, looking at all the ponies swerving to avoid them. "Why is everypony still scared of you?" Pinwheel muttered, "You've been here for months."

"THEY HAVE GOOD REASON. WHAT MORTAL WOULD NOT FEAR DEATH?"

"But you're a good colt. You aren't *that* scary..." Pinwheel replied, turning to look at Pale Hoof. His skull head grinned down at her. She could see right into the back of his head. The shadows within his skull were deep and cold, like the shadows at the bottom of the sea. Suppressing a shudder, Pinwheel turned back around, "Well, maybe you're a *little* scary, but Twilight and her friends aren't afraid of you."

"TWILIGHT AND HER FRIENDS FACED DOWN THE EVIL INCARNATION OF A NIGHT GODDESS."

Pinwheel's ears dropped. "Right...They're pretty brave ponies, aren't they?" Straightening up, Pinwheel stamped the ground, "We'll just have to show everyone what a nice and helpful colt you are. They need to know you're not some bloodthirsty zombie pony."

"AND HOW DO YOU PROPOSE WE DO THAT?"

Just then, the Mayor stepped out of the central pavilion. In her teeth, she clenched a stack of flyers. Trotting to the town bulletin board, she began to pin the flyers up. There were three – one printed on light green paper, one printed on blue, and one printed on brown. Pinwheel's eyes lit up. Beckoning Pale Hoof, she crossed the square to meet the mayor. The mayor finished pinning the flyers as Pinwheel approached. She turned suddenly. Catching sight of Pale Hoof, the mayor gasped sharply and tumbled back against the bulletin board. The force of her impact sent flyers tumbling everywhere. Pinwheel snatched hold of the Mayor's green scarf and helped her to her feet. "Sorry, Ms. Mayor. Didn't mean to scare you."

The mayor huffed, smoothing her mane back with a hoof. "It's nothing, I'm fine. But honestly, Pale Hoof shouldn't go sneaking up on people from behind."

Pinwheel grinned apologetically. "Sorry."

Meanwhile, Pale Hoof strolled around the square, picking up the dropped flyers. Shuffling through them telekinetically, he examined the print. "WINTER WRAP UP? WHAT IS THIS?" He asked, dropping the stack of flyers at the Mayor's feet. Stooping, the Mayor picked them up.

"It's a tradition." The Mayor replied, pinning the flyers to the bulletin board again, "Everypony in Ponyville signs up for a team and together, we wrap up Winter. We have to start sign up early so we can prepare in advance."

"CURIOUS. I WAS UNDER THE IMPRESSION PONIES USED MAGIC TO CHANGE THE SEASONS."

"They do that in Canterlot." The Mayor answered, "But we prefer it the old fashioned way."

Pinwheel grinned up at Pale Hoof. "Dizzy's a team leader with Rainbow Dash this year. Maybe we can get you on the Weather team, Pale Hoof. You're good at controlling the weather, right?"

"I SUPPOSE."

"Then you'd be a perfect asset for the weather team!"

"Wait, hold on now." The mayor interjected, "No magic for Winter Wrap Up."

Pinwheel stared at the Mayor. "Pale Hoof isn't magic."

"I BELIEVE SHE WAS ALLUDING TO MY OTHERWORLDLY REAPER ABILITIES."

Pinwheel flushed. "Oh. Well...it's true he has some weird powers, yeah, but he'll keep them in check for Winter Wrap Up." Pinwheel glanced sidelong at Pale Hoof, "Isn't that right?"

"I SUPPOSE."

The Mayor frowned at Pale Hoof, rubbing her chin with a hoof. "Well...I suppose I could put your name down for the weather team, but you'll have to check with one of the team leaders." She cracked a nervous smile, "To be honest, we've never had a pony of your...abilities sign up for Winter Wrap Up. There's nothing in the town charter about Reapers."

"I DARE SAY THERE ISN'T." Pale Hoof answered.

Pinwheel grinned at the Mayor. "He'll be a big help, you'll see." Tugging on Pale Hoof's scarf, Pinwheel pulled him down the street toward Dizzy's house. Mr. Breezy stood outside his fan shop, sweeping the snow off the front step. When he saw Pale Hoof approaching, he immediately dropped his broom and dashed inside. Pinwheel smiled sheepishly at him through the window. Frost shaded the glass as Pale Hoof passed by.

The stairs up to Dizzy's apartment were slick and icy. Pinwheel nearly slipped trying to climb them. Finally, at the top, she knocked on the door. Dizzy hung a wreath on the door in honor of Hearth's Warming Eve – a green, bristly thing with shiny red baubles. Inside, a light flicked on. Dizzy appeared at the door seconds later, beaming and wearing her favorite jingly Hearth's Warming hat. "Happy Hearth's Warming!" She chimed, but her smile faded as soon as she saw Pale Hoof, "Oh...it's you."

"Hi, Dizzy!" Pinwheel reached back and picked up the package resting on her flank, "Happy Hearth's Warming."

Dizzy stared sourly at Pinwheel. "Not to sound rude, Pin...but what are you doing here?" She glanced up at Pale Hoof, her scowl deepening, "And what's HE doing here?"

Pinwheel dropped the package at Dizzy's feet. "Just dropping off a Hearth's Warming gift for my friend."

"Oh. Thanks." Dizzy picked up the gift and took it inside. Ears back, Pinwheel peeked into the apartment. Setting the gift on her coffee table, Dizzy peered back at Pinwheel, "Is that it?"

"Well, uh...I do have one small request." Pinwheel flushed.

"I'm listening."

Pinwheel scuffed her hooves on the welcome mat. "See...Princess Celestia tasked me with teaching Pale Hoof how to get along with mortals. But the problem is that everypony is so scared of him." Pinwheel glanced up at Dizzy. Dizzy stared at her impassively, "I was thinking maybe that if he helped out with Winter Wrap Up this year, everypony would see that he's not such a bad colt after all."

Dizzy's eyes hardened. "Not such a bad colt'? Pinwheel, do you even KNOW who you're talking about?" She glared pointedly at Pale Hoof, "I watched this colt murder my best friend and drag her body through the streets! He's a freak, Pinwheel! Everyone is right to be scared of him!"

Pinwheel groaned. "That was months ago! He didn't know any better!" She argued, "Come on, Dizzy. For Princess Celestia."

"I don't care what Princess Celestia said. I know what I saw."

Pinwheel growled. "Stop being so stubborn!" Sighing, Pinwheel squeezed her eyes shut, "All I want is your permission for Pale Hoof to be on the Weather Team. That's all. If he doesn't work well, you can kick him off."

Dizzy grimaced. "Fine. But only because we're friends, Pinwheel. And if he messes up or hurts anyone, even a little bit, he's off the team."

Pinwheel nodded. "Thank you."

Rarity stood outside the central pavilion in Ponyville square. On the steps of the pavilion sat three large boxes, all filled to brimming with colorful vests – blue for the weather team, brown for the animal team, and green for the planting team. All around, ponies were lining up to receive their vests. One by one, Rarity lifted them out of their boxes and helped ponies into their vests. Pinwheel and Pale Hoof waited toward the back of the Weather Line. Pinwheel shuffled her hooves nervously in the snow. Pale Hoof peered down at her with his eyeless sockets.

"NERVOUS?" He asked.

"A little."

The line moved fast. Soon enough, they were at the front. Rarity beamed as they approached. "Good morning, Miss Pinwheel, Mister Pale Hoof!" She chimed, digging through the box of blue vests, "Let me tell you, Pale Hoof, I was absolutely delighted when I heard you were on the weather team. I think this blue will look absolutely fabulous on you. Ah, here we are!" She pulled an oversized blue vest from the bottom of the box and levitated it over to Pale Hoof. Lifting his hooves, Pale Hoof slipped in to the vest. It fit snugly over his chest. Rarity smiled, "A perfect fit! Now you can be helpful AND fashionable! Oh, Pinwheel, what team are you on, dear?"

Pinwheel ducked her head, grinning. "Uh, the 'Pale Hoof Monitoring' squad?"

Rarity giggled, "Unfortunately, I don't have any vests for that team. But here." Digging through the weather team box, Rarity tossed Pinwheel a vest, "That blue goes perfectly with your eyes, don't you think?"

Pinwheel slipped into the vest. "Thanks, Rarity."

"Nonsense. Everypony should have one of my fabulous vests." Rarity replied, "Weather team is assembling over there. Hurry now. The opening ceremonies begin in a few minutes!"

The weather team stood gathered by the fountain. Mostly pegasi, they hovered ten feet off of the ground, clumped so tightly together that it was a wonder they had room to flap their wings. Rainbow Dash eyed the group with an expression of grim determination. "All right, team! We're going to make this year the BEST Winter Wrap Up in history!" Dash announced, beating her chest with a hoof, "I want us to be faster than all the other teams combined! We're going to CLEAR that sky, BRING HOME those birds, and SHOVEL that snow! Any questions?"

A yellow pegasus raised her hoof. "Uh...who's doing what again?"

Rainbow Dash covered her face with her hoof. "Non fliers go with Pinkie Pie to help score the ice. Half of you come with me to bring the birds in. The other half has cloud duty with Dizzy. Is that clear?"

"Uh, which half does what?"

Rainbow Dash groaned. "We'll figure it out later!" She growled. Noticing Pale Hoof, she dropped down to the ground, "Well, here's our special guest this year! I don't see any wings on you, buddy, so it's ice duty for you!" Pale Hoof stared silently at Rainbow Dash. Then, with a sudden crackle of green lightning and a burst of darkness, bony wings erupted from his back. The shadowy membrane holding his wings together was shifting and translucent, like smoke. Rainbow stumbled back, landing squarely on her rump. The pegasi gathered above stared in wide eyed silence. Standing up, Rainbow Dash brushed herself off. "Well! Uh...Cloud duty, then?"

"Awww, but Mister Spookypants and I could have so much fun!" Pinkie Pie groaned. She sat perched on the side of the fountain, licking the icicles formed by the frozen water.

"Geez, Pinkie Pie! You're not making this any easier!"

Pinwheel inched forward. "Uh, I'm going to need to stay with Pale Hoof."

Rainbow Dash narrowed her eyes. "Come on, guys, stop making this so hard!" Dash grimaced, "Here's how it's going to go. Non fliers on the ice, fliers with me and Dizzy. It's not THAT HARD. Spooky guy, you're a flier, so you come with me. And that's final!"

Before Pinwheel could open her mouth to object, the Mayor's voice rang out over the crowd. Slowly, everypony turned toward the pavilion. "Welcome, everypony, to Ponyville's one hundred and fifty first Winter Wrap Up!" Applause rumbled through the square. The sound of clopping hooves echoed across the earth, "Now, all of you have your vests, and have been assigned to your teams, so let's do even better than last year, and have the quickest Winter Wrap Up ever!" Whinnies and cheers roared across the crowd. Pinwheel glanced up at Pale Hoof. He stood, silent as ever, staring out over the heads of everypony in the square.

"Do you think you can handle being by yourself?" Pinwheel whispered, leaning close to Pale Hoof.

"I AM NOT A CHILD, PINWHEEL. YOU DO NOT NEED TO WORRY ABOUT ME." Pale Hoof answered. His booming voice shook the cobblestones beneath their feet. A few nearby ponies yelped in surprise, "I WILL HANDLE THIS TASK EASILY. YOU SHALL SEE."

Pinwheel smiled. "I know. I'm sorry. I shouldn't keep holding your hoof like this." She sighed, "You know I'm just looking out for you."

"AND I KINDLY IMPLORE YOU TO RELAX."

"Right..."

Once the applause died down, the Mayor spoke again. "All right, everypony, find your team leader, and let's get galloping!"

Rainbow Dash leapt into the air at the Mayor's word. "Come on, Weather Team, let's move!" She pointed sharply at her pegasi, "Get those southern birds! Go, go! The rest of you, take out those clouds! Then we'll start on the snow!" She whirled about to face Pale Hoof, "All right, Spooky, get up in the air and start clearing out the clouds over Ponyville."

"IT SHALL BE DONE." Pale Hoof stretched his great wings, bigger than even Princess Celestia's, and, with a frigid blast of wintry wind, leapt into the air. He spiraled up into the air over Ponyville, bursting through the cloud layer. Rainbow Dash frowned critically, then nodded. Looking down, she pointed at Pinwheel.

"Pinkie Pie will have your skates."

"I really should stay and make sure he's all right." Pinwheel answered, shuffling her hooves.

"Come on, if you don't help break up the ice, Pinkie will be the only one!" Rainbow complained, "Just go get your skates. I've got to go get those southern birds." Stretching her wings, Rainbow Dash turned and raced off into the sky. All around her, the ponies were leaving with their teams. The animal team had already dashed off into the nearby woods. The plant team was heading off down the road toward the farms. Pinwheel stood alone in the square. She caught sight of Pinkie Pie bouncing off toward the lake.

"Hey...Hey, Pinkie! Wait for me!"

"All right, Pinny! As this year's designated ice cutter, it's my job to break the ice so that it melts nice and even!" Pinkie Pie announced as she sailed

across the ice. Pinwheel watched her as she skated back and forth across the pond. Pinkie cut criss crosses all over the surface of the pond, leaving deep lines in the snow covered ice. Pinwheel struggled to get her ice skates laced, the laces falling haphazardly out of her mouth, "That's not how you tie it, silly!"

"Sorry...these are just a little hard to tie without magic." Pinwheel replied, the laces dropping from her mouth, "You're really the only pony cutting up the ice?"

"Been doin' it for years!" Pinkie replied, performing an effortless spin on the ice, "It's nice to have help, though!"

"It just seems like a really big job for one pony."

"It is, but I don't mind!" A sudden burst of thunder and lightning rumbled over Ponyville. The noise was loud enough to shake the snow from the nearby branches. Pinkie Pie let out a yelp and fell, legs flailing, onto the ice. Both ponies turned to look up at the sky. Over Ponyville, the clouds had suddenly turned black – darker than any storm clouds Pinwheel had ever seen. Strange arcs of green lightning crackled through the darkness, casting an unholy pallor over Ponyville's rooftops.

A chill, which had nothing to do with the cold, ran up Pinwheel's spine. Quickly, she kicked off her skates. "Sorry, Pinkie. I need to get back to Ponyville."

"No worries! You go take care of Mister Spookypants!" Pinkie answered cheerfully, righting herself. Leaving the skates there at the pond's edge, Pinwheel hurried back toward Ponyville. Rainbow Dash and Pale Hoof hovered some fifty feet over the square. Explosions of thunder and lightning crackled around them, so loud that Pinwheel could barely make out what Dash was saying. Even so, Pinwheel didn't need to hear her to know she was yelling.

"—just what do you think the Weather Team's ABOUT? I mean—," A loud crack of thunder drowned Dash's voice, "—we're supposed to be CLEARING the clouds, not making more!"

"Rainbow Dash!" Pinwheel yelled. Rainbow Dash paused in her yelling. Spotting Pinwheel, she dropped to the ground.

"This is all YOUR fault!" Dash growled, poking Pinwheel in the chest, "Your dumb colt friend made a big thunderstorm! It's going to take hours to clear all this out!"

Pale Hoof dropped down smoothly beside Pinwheel, his bony wings folding into nothingness. "I AM A REAPER, NOT A WEATHER MAKER. I CANNOT HELP HOW YOUR WORLD REACTS TO ME. THE ATMOSPHERE SIMPLY ALTERED ITSELF TO SUIT MY PRESENCE." Rainbow Dash stared at him blankly.

"He didn't mean to." Pinwheel translated.

"Well, whatever! Go help Fluttershy or Applejack! The weather team has enough work cleaning all this up!" Rainbow Dash barked. Then, spreading her wings, she vanished in a blur.

Pinwheel looked up at the thunderstorm roiling overhead and sighed. Turning toward Pale Hoof, she tried to smile. "Looks like we're switching teams."

"PERHAPS WE SHALL GO SEE WHAT THE ANIMAL TEAM IS UP TO."

Pinwheel's grin faded. "I don't think animal duty is really your style, Chuckles."

"THEN PERHAPS THE PLANT TEAM IS IN NEED OF MY ASSISTANCE."

Though months had passed since the incident, Pinwheel couldn't help picture Applejack's face back when Pale Hoof accidentally killed her tree. "I don't know. You're a bit challenged when it comes to working with...anything alive."

"PINWHEEL, I AM DOING MY BEST TO HELP OUT LIKE YOU ASKED."

"I know, I know," Pinwheel sighed. Overhead, the pegasi were kicking the supernatural storm clouds out of the sky one by one. Giving Pale Hoof a smile, she gestured for him to follow her, "There's something you can do to help, I know."

Rarity, after handing out the team vests, had set up near the edge of the square with a table. Strewn across the table were bits of straw, ribbon, and sticks. All alone at the nest making table, Rarity stood fretting over a badly mashed up nest. Smiling, Pinwheel made a beeline for the table. Nest making didn't involve handling living materials – the perfect thing for Pale Hoof to do. "Hey, Rarity!" Pinwheel called. Rarity didn't even glance up from her nest, "Rarity?"

"Oh. Excuse me for not saying hello, dear." Rarity looked up from her mess of a nest, her smile trembling, "I'm just trying to fix this little nest here. It's rather difficult, so if you don't mind..."

"Uh, Pale Hoof and I could help out, if you like..." Pinwheel offered.

"Thank you, dear, but I'm certain I can handle it. I just—" Rarity forcefully mashed the nest, "—need to—" She grunted in frustration, "—fix this nest!"

Pinwheel and Pale Hoof looked on as Rarity struggled with the nest. Finally, the white unicorn let out a discouraged sob, slamming her hooves down on the table. Pinwheel frowned deeply. "Uh..." Pinwheel began, scuffing her hoof against the cobblestones, "Are you SURE you don't need help?"

Rarity forced a smile. "Of course not, dear! I handle the nests *every* year." She glanced around, "Fluttershy's off waking the animals. Perhaps you could help her."

"If you say so."

"All right now..." Fluttershy began. She and Pale Hoof stood next to a snowy rabbit warren, "You need to wake the animals slowly. Just be gentle and they'll come right out." Hiding her face behind her long mane of pink hair, Fluttershy gestured to the rabbit warren. Pinwheel looked at Pale Hoof, then back at Fluttershy. Kneeling down, Pale Hoof peered into the dark warren. He gripped Fluttershy's animal bell in his teeth.

"So...he just needs to ring the bell, right? He doesn't have to touch them?" Pinwheel asked.

Fluttershy nodded. "Oh no...I know about Mr. Pale Hoof's condition. I wouldn't give him a job he couldn't do, no sir." She replied softly.

Pinwheel smiled. "Good. Well, Pale Hoof, give the bell a ring." Pale Hoof glanced up at Pinwheel, then nodded silently. With a twist of his neck, he rang the bell. A loud, echoing boom, resonating up from the very depths of the earth, reverberated in the bell. The ground beneath their feet cracked.

Fluttershy let out a little squeal of fright, diving behind Pinwheel for protection. Peeking out from around Pinwheel's legs, she peeked up at Pale Hoof. "Um...maybe you should let me get this one."

"NONSENSE. THE RABBITS ARE SURELY AWAKE NOW." Pale Hoof unhinged his jaw and tendrils of darkness unfurled from his throat. The dark coils probed the rabbit warren, finally dragging three shivering bunnies out into the open. The bunnies were wide eyed, their small bodies trembling. "SEE? ALL AWAKE." Pale Hoof dropped the rabbits at Fluttershy's feet, where they huddled together shaking.

Fluttershy let out a tiny gasp, sheltering the bunnies with her hooves. Timidly, she peeked up at Pale Hoof. "Um...maybe...you should go help Applejack..."

"No way, no how is that creepy colt touchin' mah plants!"

Applejack stared daggers at Pinwheel and Pale Hoof. They all stood on a ridge where, below, the plant team cleared the fields and started plowing. A wheelbarrow, stocked full with tiny packets of plant seeds, stood next to her. Pinwheel covered her face with her hoof. "Can't you let him plow the fields or something? He just wants to help."

"Y'all think ah've forgotten what he did t' mah tree?" Applejack barked, "We need all these plants t' make food fer the comin' months! Ah ain't gonna let him sabotage our crops!"

"He's not TRYING to sabotage anything, he's – "

Applejack lowered her head, pawing the ground like a bull about to charge. "Now, lookie here, Pinwheel, I know y'all like Pale Hoof an' all, but I won't

have him touchin' mah crops. So y'all look for work somewhere else, ya hear?"

Pale Hoof and Pinwheel found themselves, once again, back in the square. The pegasi had cleared most of the supernatural thunderclouds and had moved on to shoveling the snow from the rooftops. With giant snow shovels, they pushed massive sheets of snow off the rooftops and into the streets. As Pinwheel strolled with Pale Hoof down the sidewalk, she was nearly waylaid not once, but twice by a pegasus knocking snow off the rooftops. Dodging the falling mounds of snow and icicles, Pinwheel let out a groan. "How can we show everyone you're a good colt if no one will let you help?"

"PERHAPS IT IS A LOST CAUSE, THEN. IT IS NO LOSS TO ME, THOUGH. DEATH NEEDS NO APPROVAL." Pale Hoof answered. A mound of snow, pushed off the roof by an overzealous pegasus, came suddenly crashing down on top of Pinwheel. The snow buried Pinwheel head to hooves. Letting out a roar of frustration, Pinwheel clawed her way free. She sat, brooding, atop the pile of snow.

"Maybe it is a lost cause! Maybe I can't show everyone you're a good colt. Maybe—"

A gentle voice cut off Pinwheel's ranting. "Are you all right?" Pinwheel and Pale Hoof turned to see Twilight, clipboard floating beside her and Spike riding on her back. Twilight trotted over to the sidewalk where Pinwheel sat, still half buried in snow. "I saw that snow fall on you, Pinwheel. Are you hurt?"

Pinwheel shook her head. "I'm all right."

"Good! We need everyone we can to help wrap up Winter!" Twilight replied cheerily. Pinwheel frowned. Noticing Pinwheel's sour expression, Twilight's grin faded, "What's wrong?"

"No one will let Pale Hoof help wrap up Winter." Pinwheel answered, "I promised Princess Celestia I'd teach him how to get along with others and I thought Winter Wrap Up would be a great way to help him, but no one's letting us join their team!"

"Why not? I'm sure there's plenty of things he can do to help!"

Pinwheel shook her head. "Pale Hoof...isn't good with living things. And when he tried to clear out the clouds, he just made the weather worse."

Twilight rubbed her chin with a hoof, peering critically at Pale Hoof. Turning away, she looked through her checklist. Suddenly, a smile bloomed on her face. "You know, Pale Hoof, I bet you have a great memory." She beamed at him, "Am I right?"

"I CAN REMEMBER THE NAMES AND FACES OF EVERYPONY I HAVE CLAIMED."

"See? That's what I call an excellent memory!" Twilight levitated a copy of her checklist over to him, "Why don't you go around and check to make sure everypony's doing their job? Since you remember everyone's names, it should be easy. The Mayor said we need to get Winter Wrap Up organized and you and I are just the ponies to do it!"

Pale Hoof looked over the list. "A SIMPLE ENOUGH TASK."

Pinwheel craned her neck, trying to get a look at the list. She grinned. "Twilight, you're a genius."

Twilight blushed. "Well, I wouldn't want to brag."

"Looks like you'll get to help out after all, Pale Hoof!" Pinwheel cheered, grinning up at Pale Hoof.

Pale Hoof gazed down at Pinwheel, then back at the list. "PERHAPS INDEED." Telekinetically rolling the list, Pale Hoof straightened up, "IF PINWHEEL WISHES ME TO BE HELPFUL, THEN I SHALL. COME, THEN. WE HAVE MANY PONIES TO MONITOR."

Chapter 15

To the Gala!

"This way. I have them here in the back."

Rarity led Pinwheel and Pale Hoof into her boutique. Sunlight streamed through the large circular windows, throwing illumination over the dress models. Everywhere, sequins twinkled and gems glittered. Rarity's displays were covered in luminous gala dresses, ready to be worn. Closing the door behind her, Rarity ushered them toward the back. Pinwheel looked around the shop, eyeing the many dresses and suits Rarity had made. They were every shape and color – a rainbow cape lined with fur, a flowing green gown sprinkled with flowers, a blue bubble dress covered in stars. "Are these all for the gala this year?" Pinwheel asked, marveling at the displays.

"Oh, yes. I've gotten many commissions for dresses this year." Rarity's chest swelled with pride, "Oh, but wait until you see what I've designed for you!"

Rarity tugged a cord hanging from the ceiling and, there at the back of the room, the heavy velvet drapes parted to reveal two dress mannequins. The first one wore a gauzy light blue gown, the skirt separated into petals. The petals were embroidered with tiny gold details. A pair of soft, deep blue slippers were pinned to the mannequin's feet. A pinwheel-shaped barrette glittered on its head. Pinwheel's jaw dropped. "Is that for me?" She asked.

"You like it, don't you?" Rarity asked, frowning.

Pinwheel nodded, swallowing hard. Gingerly, she approached the mannequin. "I've never had a dress like this before in my life!"

Rarity beamed. "Well, of course! I always try to make my clients' dresses one of a kind!" She glanced up at Pale Hoof, "Look what I've designed for you, dear." She gestured to the second mannequin. The mannequin wore a finely tailored grey tuxedo, the cuffs done up with blood-red ruby cufflinks. The cummerbund, a bright swatch of crimson, matched the cufflinks perfectly. Finally, to tie it all off, Rarity topped the ensemble with an elegant silk top hat. "Isn't it perfect? Classic elegance!"

Pale hoof circled the mannequin. "THIS WILL DO." He paused, "I SUPPOSE."

Rarity huffed. "'Will do'? I was expecting a better reaction than that!"

Pinwheel giggled nervously. "He loves it."

"I should hope so! The Gala is less than a week from now. I couldn't possibly revise his entire ensemble now." Rarity tossed her mane, crossing over to Pinwheel's side. Lowering her voice, she whispered in the blue mare's ear, "Between you and I, I don't think our dear friend Pale Hoof has very good taste."

Pinwheel grinned. "Well...fashion isn't really his business. But I'm sure he'll look great in your suit." Pinwheel glanced up at the clock on the wall, "So, are you just going to bag these up or..."

Rarity let out a high pitched gasp. "Why, you don't think I'd let you leave without trying your clothes on, would you? I won't have two of my favorite clients going to the gala in ill fitting clothes!" Before Pinwheel could reply, Rarity summoned a screen from the corner of the room. Magically lifting the clothes off the mannequins, Rarity tossed them over the edge of the screen, "Hurry now, I simply must see what they look like!" She ushered Pinwheel and Pale Hoof behind the screen.

Pinwheel stepped out a few moments later, blushing in her glittery gala gown. Pale Hoof followed. As he slipped by the edge of the screen, though, the sleeve of his coat caught on the side. Pinwheel jerked forward to stop him, but it was too late. Pale Hoof's sleeve ripped, tearing at the shoulder. Rarity let out a high pitched gasp. The ripped sleeve fell around his ankle. Pale Hoof turned his head to look and, just as he did, the seam down the back of the jacket split. Rarity let out a shrill cry and dashed to Pale Hoof's side. Her blue eyes quivered.

"Oh no!" Rarity gasped, "I made it too small, didn't I? Oh, dear, this is all my fault! I've never designed for a pony Pale Hoof's size before and I...!"

Pale Hoof gazed down at the ruined coat. "MY APOLOGIES."

Rarity put a hoof to her cheek. "Oh, I'll have to redo the coat entirely. This is awful, just awful!"

Pale Hoof tilted his head, gazing at Rarity. "FRET NOT."

"Fret not? Fret not? A fix like this will take time! And the gala's just a few days away! And—"

Rarity fell silent as she saw Pale Hoof's powers as work. In the dark corners of the showroom, the shadows detached themselves from the floors and ceiling and began creeping toward Pale Hoof. Rarity let out a squeal as her own shadow pulsed beneath her. Slowly, the shadows crawled toward Pale Hoof. They seeped into his clothing, coloring the fabric an impenetrable midnight black. The shadows spilled down his leg, reforming the sleeve. Darkness draped itself over his back, forming a lengthy, ragged cape, pinned at his shoulder by a ruby skull-shaped brooch. Rarity gaped, her pupils shrunk to pinpricks. Pale Hoof looked down at his new ensemble and nodded approvingly. "ALL FIXED." Rarity let out a gasp and promptly keeled over.

Pinwheel stared at Pale Hoof, then down at Rarity, then back at Pale Hoof. "Is...is she dead?"

"OF COURSE NOT."

Pinwheel let out a sigh. "She must keep the smelling salts somewhere..."

"Hope you two have a wonderful time at the Gala!" Rarity called from the boutique door, waving with one hoof while she pressed a cold compress to her head, "See you two there!" Pinwheel grinned, waving back as she and Pale Hoof headed off for home. Pinwheel carried their outfits folded neatly in two shopping bags. All along the path home, ponies smiled and waved. Pinwheel swung the bags as she walked, humming tunelessly. Pale Hoof shuffled behind her, head ducked.

Finally, at the corner of Main Street and Cupcake Boulevard, Pinwheel set the bags down on the curb and looked up at Pale Hoof. "Is there something wrong?" She asked, peering at him over the tops of her glasses.

Pale Hoof lifted his chin. "WRONG?" He asked. The flowers in the nearby flowerbed quickly shriveled and died.

"You've been really quiet today." Pinwheel began, "Not to mention you were a little rude to Rarity."

"I DID NOT MEAN TO BE."

"Just tell me – is there something wrong?"

Slowly, Pale Hoof looked around. Springtime was in full bloom. The street side flowerbeds overflowed with blossoms. A warm breeze whispered in the leafy, green trees. Everywhere, ponies were out enjoying the sunshine. Pale Hoof looked at the ponies strolling down the streets. While the citizens of Ponyville still gave Pale Hoof a wide berth, there was a noticeable change in their behavior. Before Winter Wrap Up, they avoided looking at him. They stared pointedly in the opposite direction and shivered when he passed by. But now, they looked at him and even *smiled* when they caught his eye. He was given the same treatment as any Ponyville citizen – kind smiles and hearty hellos. He was a colt just like any other. You just couldn't touch him.

Pale Hoof gazed back down at Pinwheel. "IT SEEMS THAT..." He paused, lowering his head slightly, "IT SEEMS THAT PONYVILLE IS NO LONGER AFRAID OF ME."

Pinwheel frowned at him. "But...that's good, right?"

Pale Hoof stared hard at her. "DO YOU THINK IT IS GOOD, PINWHEEL?"

Pinwheel thought for a moment. "Well...yeah. I do." She began, "Princess Celestia asked me to teach you how to get along with mortal ponies. And since you helped out during Winter Wrap Up, nopony's really scared of you anymore. I call that success, don't you?"

"I SUPPOSE YOU ARE CORRECT IN THAT SENSE." Pale Hoof stared at the ground.

Pinwheel's frown deepened. Fiddling with her glasses, she struggled to find words. "...Listen, I know this must feel pretty weird to you." She started, "You're used to ponies running and hiding whenever you appear, but...I don't think Death has to be scary, Pale Hoof."

Pale Hoof was silent for a moment. "PERHAPS YOU ARE CORRECT."

"I know I am. You're not a scary colt. I'm happy that everypony finally understands that."

"IF YOU SAY SO, PINWHEEL."

With that, Pinwheel smiled and picked up the bags. They continued their stroll toward home.

The days passed in a blur.

"Ready to go?" Pinwheel stood in the small front hallway of her cottage, shimmering in her gala dress. Outside the screen door, fireflies flit between the pinwheels in her front yard. Tonight was the night. Tonight, they'd be attending the greatest party in all of Equestria. Pale Hoof poked his head out of the living room. He looked particularly striking in his cape and tuxedo jacket, the slender top hat emphasizing his height. The black fabric of his coat and the sharp red of the rubies offset the soft grey of his pelt. The ragged hem of his shroud whispered over the wood floor. Cracking a smile, Pinwheel looked him up and down, "You clean up pretty well, big guy!"

"AS DO YOU." Pale Hoof replied. Pinwheel blushed. Her yellow mane was curled especially for the occasion. She'd even slept in her curlers. For a pony who usually never bothered with her mane other than washing, she felt like she'd put in a lot of effort, "HOWEVER, I FIND YOU ARE LOVELY NO MATTER WHAT YOU WEAR."

Pinwheel smiled. "Thank you."

"AS THEY SAY, IT IS INNER BEAUTY THE MATTERS. AND YOU HAVE A VERY WELL FORMED SKELETON."

Pinwheel blanched. "Well...I'm not sure if that's what they meant by that, but...thank you anyway." Pinwheel nudged open the screen door and gestured outside. Pale Hoof stepped out onto the porch. Just as they exited the house, a glinting gold and white carriage pulled up at the gate, bearing the royal sun insignia. Princess Celestia, kind and thoughtful as she was, promised to send one of her personal carriages to pick them up. Two white pegasi, both in polished gold armor, towed the coach. They nodded respectfully to Pinwheel and Pale Hoof as they approached.

Canterlot wasn't far from Ponyville. On a clear day, you could see the mountain castle from the square. There were a number of ways to get there – by carriage or by train – but the fastest way was by flight. With wings, it was a straight shot from Ponyville to Canterlot. The expensive, hours long train ride Pinwheel had been anticipating was reduced to a short, twenty-minute flight. Pale Hoof remained silent the entire ride, staring at the floor of the cab rather than looking at the passing scenery. Finally, as the carriage approached the unicorn city, Pinwheel turned to him. "Are you nervous?" She asked as the pegasi touched down. Their carriage jolted as it hit the earth.

"NO." Pale Hoof answered. Quickly, he rose and leapt out of the carriage, not even waiting until it had fully stopped. Pinwheel scrambled out after him, nearly tripping over her gown. Pale Hoof didn't stop, didn't even look back at her. He walked along the garden path outside Canterlot with a grim determination, like a colt walking to his death sentence. Pinwheel galloped after him, clutching her purse in her teeth. Finally, she skidded to a halt just a few feet in front of him.

"What is *wrong* with you?" Pinwheel demanded. Pale Hoof paused mid stride, gazing down at her, "You've been sullen the entire ride here. And what was that just now? You didn't even wait for me!"

Pale Hoof glanced over his shoulder, then lowered his head. "MY APOLOGIES."

"I don't want your apologies. I want to know what's wrong." Pinwheel repeated, stomping a hoof on the pavement. Other ponies, all dressed in their finest for the gala, grimaced at them as they passed. Noticing their harsh glances, Pinwheel lowered her voice. "*Pale Hoof...If you don't want to go to the Gala, we can just get back in the carriage and head home.*"

Turning, Pale Hoof wandered off the path. The bushes were strung with fairy lights, glowing a soft blue in the purple nighttime. Pinwheel followed after him. They passed by the flowering bushes and trees, not stopping to look at anything. Pale Hoof left trails of dead flowers in his wake. "THIS GALA..." Pale Hoof growled, "IT IS NO MERE PARTY. CELESTIA IS TESTING ME."

"But we knew that from the start, didn't we?"

"I DO NOT NEED TO PROVE MYSELF TO HERE. I AM NOT HERE TO PLEASE ANYPONY." He turned sharply to face Pinwheel, his dark cloak flaring out behind him. "I AM HERE FOR YOU, PINWHEEL. SHE INSULTS ME – US – BY REQUIRING THIS FARCE OF A TEST."

Pinwheel gazed at Pale Hoof pleadingly. "...I don't think that's what she's doing at all, Pale Hoof. I think she's just trying to help you – to help us." She replied, "Princess Celestia is trying to help you get along with others so we can continue our relationship in peace."

"I WOULD NOT LET ANYPONY INTERFERE WITH US. THE OPINIONS OF MORTALS HAVE NEVER MATTERED TO ME."

"That's not the point!" Pinwheel shouted suddenly. Startled by the volume of her own voice, Pinwheel took a breath. Slowly, Pinwheel closed the gap between her and Pale Hoof. He watched her, silent and expressionless. Careful not to touch his pelt, Pinwheel placed her hooves around Pale Hoof's shoulders. She could feel the coldness of his body through the fabric of his suit, but the clothing shielded her from lethal touch. Pinwheel wobbled unsteadily on her back legs, leaning against Pale Hoof for balance. Pale Hoof, surprised by her touch, peered down at her, his head cocked to one side. "This doesn't have to be a big deal." Pinwheel said, tilting her head back and looking him in the face, "See? This is all we have to do." Still wobbly, Pinwheel shifted her weight from one back leg to the other. She and Pale Hoof swayed together, a clumsy imitation of the complex ballroom dances ponies would be doing inside.

Pale Hoof hesitated for a moment then, almost timidly, he lifted his front hooves and wrapped them around Pinwheel. He took care only to touch her ball gown. His long back legs wobbled, trying to support him as he and Pinwheel swayed together. Quivery and unsteady, they held each other.

After a few moments of clumsy swaying, Pinwheel carefully lowered her hooves. She smiled sweetly up at Pale Hoof. "See? That's all. And if it turns out to be a cruddy party, we can just hop right back in that carriage and fly home." Pale Hoof kept his hooves around Pinwheel's back, pulling her close to him. Pinwheel's cheek smushed against the fabric of his coat. Pinwheel gazed up at him, "It won't be so bad."

Pale Hoof met her eyes. "FINE, THEN. I WILL DO THIS FOR YOU. BUT ONLY FOR YOU."

Pinwheel cracked a smile. "We'll show them you're a good pony. Don't worry."