

# Blood is Thicker than Friendship

By Stonershy



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# Chapter One

## With Good Intentions

There are some books that simply should not be opened. Of course, a scholar like Twilight Sparkle would refuse to believe such a statement, and her curiosity is precisely what unleashed unspeakable horror on Equestria. Had she not been looking for self help books in the basement of the library, Fluttershy in mind, it is entirely possible that she might never have discovered the book which housed an ancient and forgotten evil. It was tucked away deep in winding passages beneath the surface, hidden, at least at one point, by a wall of earth. More interesting was the fact that it seemed to be rooted into the tree itself, gnarled wood wrapped around it like ancient fingers.

Her initial reaction upon finding this strange text was one of uncertainty, a slight frown bending the corners of her lips; the book was covered in all sorts of stains, and the cover appeared to be stitched together, made of some kind of coarse material. The writing on the cover was nearly illegible and the soft glow of her horn was not nearly bright enough to lessen the strain on her eyes.

In the light of her study, Twilight saw clearly that the insignia on the front cover was in the image of an eye, a slit pupil with a green iris that faded to red around the edges. Raising a hoof to the cover sent a chill down her spine, goose bumps cropping up on her flesh. The surface almost seemed to respond to her touch, rippling under her hoof. For a moment, she considered just putting the book back where she found it, but ultimately, she resolved that fear of the unknown was foolish.

"Whatcha got there Twilight?" Spike's voice nearly caused the bookish unicorn to jump out of her skin.

"Spike!" She glared back at him, then softened her expression after noting his confusion. "Sorry. I found this in the basement just now. I was about to open it, but..."

“Oh!” Spike peered over the edge of the desk, then up at the purple unicorn. “Don’t mind me Twilight, I was just gonna ask if you had any errands you needed taken care of.”

She smiled down at her draconic familiar, shaking her head.

“Not today, I’m afraid. I think you’ve earned some relaxation time anyway.”

Spike grinned, nodded, and disappeared through the front door, a column of sunlight spilling in through the doorframe and then receding just as quickly.

Somewhere in the back of her mind, an overwhelming urge to open the book manually took root. The thought felt foreign, but the novelty of manipulating the cover without the use of magic was appealing. Free of distractions, Twilight took a deep breath, raising her hoof to the front cover again, bracing herself against the chills this time.

*What’s the worst that could happen?* she asked herself, glancing over at a nearby clock.

Only as she was lifting the cover did she notice that she had cut herself somehow. The edge of the cover had become barbed, digging into her flesh enough to make her bleed. A few bright droplets of blood splashed against the pages before she could react. A look of concern came over Twilight as the blood disappeared completely into the yellowed paper.

And then the paper wasn’t just paper anymore; where the blood had landed, a thick, translucent ichor began to spread across the page with alarming speed. Twilight tried to shut the book, only to find something was now holding it open. A long, rotted mass jutted from the acrid pool, joined by a second, both bending toward the edges of the desk.

Decayed hooves marked their ends.

The unicorn screamed, but no sound came to her throat, her eyes bulging with terror as she witnessed a half covered brain rising out of the pool which had now spread to cover her entire desk. Fragments of skull crept across fetid gray matter like ice until it was concealed behind wet bone. The limbs which had first emerged were now wrapped in necrotic muscle,

the contours of the pony skull filling out with blackened flesh. In the pits of its sockets, milky eyes bloomed from the branches of nervous tissue.

It was staring right at her, but Twilight couldn't avert her gaze.

The creature's jaw hung slack as it pulled its flanks up out of the sickening ooze, hind legs already covered in patches of putrid flesh as it tumbled off the desk and onto the floor. It began to laugh, a dry, shrill cackle that echoed with an unnatural chorus. Slowly, it crawled toward Twilight, reaching out with one hoof, still laughing, still piercing her with its dead stare. The unicorn cringed, horn flaring brightly, shutting her eyes tight and anticipating the feel of decay against her coat. It never came. When she opened her eyes, she found she was alone.

The laughter cut to silence no sooner than she had made this realization. Startled, horrified, but relieved to find that no harm had come to her, Twilight attempted to reflect on what had just occurred.

The puddle of ichor had vanished along with the creature, and the clock revealed that no more than a minute had passed since opening the book. To that end, the book was now closed as well.

The image of an eye that previously adorned the cover had disappeared.

"Spike?!" she called out, glancing to the door. "Spike, did you hear that just now?!"

*Or did I imagine all of that? I couldn't have just imagined it... It felt so real...*

Her thoughts were interrupted as she caught a glimpse of something moving. It was too fast for her to get a good look, little more than a blur that disappeared through the doorway just as Spike opened it. He didn't even seem to notice. As much as she tried to rationalize the situation, Twilight couldn't help but feel a sudden wave of dread come over her.

"Spike... Take a letter... We may have a problem."

"Aw! But you said..."

V ^ ^ V

On the outskirts of town, Fluttershy was having a much less eventful day. The animals were all taken care of, and her friends were apparently busy with their own odds and ends. Considering how lovely the weather had been, the pegasus decided to spend the day with her flocks of avian companions; something she hadn't done in months. They lined the branches with a full spectrum of colored plumage in her favorite clearing, warming up for rehearsal as she approached the center. The sunlight felt pleasantly warm against her coat, her mane shimmering a soft pink as it shielded her eyes from the more intense rays. Smiling, she stretched her wings, flapping several times by sheer force of habit. She had grown too heavy to fly, however, and the reality of it brought on a flood of painful memories.

The change in appearance which Fluttershy had undergone in the past few months was worrying to most of her friends, but absolutely revolting to Rarity. The pale unicorn had never said it outright, but Fluttershy knew well enough how the pony she once considered her best friend really felt. However, considering how badly she had failed when all Rarity wanted to do was help, Fluttershy knew that she was deserving of such scorn. Without the assistance of Twilight Sparkle or Pinkie Pie, she felt it possible that she would still be locked inside her cottage, a prisoner of depression. Part of her felt undeserving of such caring friends, while at the same time, the absence of Rarity cut her deeply.

But being rejected by her best and closest friend didn't cut nearly as deeply as being rejected by the stallion she had fallen in love with.

The pegasus frowned as she dwelled on her recent misfortune. Dipping into the pack she had brought with her, she began to munch on a mouthful of oats she had brought along as a snack. The food based distraction helped push her unhappy thoughts back into submission. Mid swallow, she realized that she could conduct just as well with her wings as she could with her hooves.

*Maybe even better!* Her feathers ruffled with anticipation.

Excited to test out her idea, she spread her wings wide. To her surprise, the birds suddenly scattered. Concerned, she glanced around, and for an instant, she could have sworn she saw another pony at the edge of the

clearing. When she blinked however, she realized it was a cardinal. Or some other sort of red bird, at least.

It circled her several times before vanishing in the same direction from which it came, the other birds immediately returning in its wake. It wasn't like them to avoid other avians; her flock was very accepting of all sorts of birds. Mildly confused, but in no way deterred, Fluttershy prepared herself for rehearsal. Once the birds had settled in, she raised her wings again, took a deep breath, and cleared her mind. On that sunny afternoon, Fluttershy conducted like never before. The clearing exploded with brilliant music. Utterly blissful, she couldn't help but join in.

The pegasus was amused to realize that she would never have even considered using her wings in such a way if she could still use them to fly.

The pegasus became so engrossed in orchestrating that she completely lost track of time, rehearsing every song she had taught them, and even composing several new ones. Her feathery friends performed excellently. As the sun began to paint the sky a hazy pink, she decided to call it a day. Nodding pleasantly and wishing them all a good night, the air filled with the sound of fluttering wings as the birds returned to their nests, feathers drifting like falling snow. Alone again, her mind became clouded with darker thoughts.

*Things will get better*, she told herself, trotting between the trees and back to the road. *I just have to be patient.*

As Fluttershy made her way home she noticed another pony sitting under a tree by the side of the road. It was clear from a distance that the pony had a red coat, mane mostly swept to one side, but something about this stranger seemed unusual. Perhaps foreign. There was a moment of eye contact, an unintentional, uncomfortable moment that seemed to last forever for the pegasus, and as she drew nearer, the stranger rose to their hooves.

Fluttershy's stomach turned with anxiety, looking again in hopes that this unfamiliar pony had gone elsewhere. Instead, she saw that the stranger was apparently waiting for her. It wasn't until the stranger spoke that Fluttershy realized, without looking up, that the pony was in fact a mare.

"I was passing by and I heard the most wonderful music. Was that you singing with those birds?"

Frozen in her tracks, Fluttershy scarcely managed a nod. She spoke softly, not unlike the pegasus, but with an air of confidence. Fluttershy was about to make an effort to flee when the stranger spoke again.

"You're very talented, if you don't mind my saying. From what I could hear, it was a magnificent performance."

Taking the slightest bit of pride in the compliment, she managed a smile, peeking up at the stranger.

"Thank you" she mumbled, though a bit less nervous than she had been.

The eye that gazed fondly back at her was like nothing she had ever seen before. That is, until she thought of how similar it looked to those of a reptile. A vertical slit of a pupil that almost seemed to have a pulse, though perhaps her eyes were just adjusting to the light.

*Such a vibrant green, too.*

Her right eye was entirely concealed by her mane, a darker red than her fur.

"Anyway, I'm sure you're busy, and I didn't mean to trouble you. I'm just passing through the area and I was wondering if there was an inn nearby or something like that where I could spend the night."

The stranger turned slightly, looking to the rising glow of Ponyville as darkness began to fall. Fluttershy was a breath away from telling her to try asking someone in town in the hopes that she could continue home uninterrupted, but something caught her attention. In the last rays of sunlight, she noticed the bandages wrapped around the red mare's middle, and rather distorted contours of something bound beneath them. Gasping softly, Fluttershy trotted around to her side, trying to get a better look.

"Oh dear... Are you alright?" She gingerly extended a hoof as if to touch them, only to draw it back. "Were these... Wings?"



They twitched and squirmed slightly, as if aware that they were under inspection, which only made her more concerned. The stranger looked to Fluttershy for a moment, then traced the pegasi's gaze to her back, making a soft 'ooh' sound as if their presence were some kind of long lost memory.

"Yes yes, I'm alright. They were wings a long time ago, but that's a long story..."

"Were?" Fluttershy's eyes widened in shock, the pegasus becoming increasingly alarmed. "Goodness... I can look over them back home if you like. Maybe I can help!"

The stranger glanced back at her, tilting her head slightly, but smiling all the same. It was getting harder to see as the sun got lower and lower on the horizon, the shadows of trees stretching across the grass and gravel path. Something about the stranger's teeth seemed odd. Her voice brought the pegasus back to attention.

"I don't want to impose."

Smiling warmly and shaking her head, Fluttershy started back down the road again. The lights of her cottage flickered in the distance; Angel must have been waiting for her.

"Not at all. I'd be happy to do it. It is getting pretty dark, but you're more than welcome to stop in for a checkup. If you want to, that is."

She felt a bit bashful over inviting somepony she had never met before into her home, but she could never pass up the opportunity to help someone in need.

"No one else has really asked me," the red mare mused, "but I guess they thought that I wouldn't want anypony to mention it."

Fluttershy glanced back with a look of concern, worried she might have offended her potential patient. This stranger was so slender by comparison. The pegasus felt a light cloak of shame fall over her, wishing in that moment that she could somehow make herself shrink.

“Thank you, I mean.” The stranger took a step closer as she said this.  
“Thank you for caring.”

With another nod, Fluttershy felt her concern melt into a gentle smile once more. The pegasus waited for a moment until she was sure that the stranger was still following her. She was as eager to help in any way she could as she was curious to see what was under those bandages.

Trotting on mostly level ground wasn't very difficult, but the walk uphill to the front door had become something of a chore for Fluttershy. The hill was still manageable, and she was only slightly winded by the time she reached her doorstep. The stranger remained outside however, even after the pegasus passed through the doorway. Fearful once more that she had somehow offended this new pony, she glanced back with a look of concern.

“Um... Is... something wrong?”

“Is it alright if I spend the night here as well?” She pawed at the ground lightly, looking rather ashamed to have to ask for shelter. “I don't have any money, but I'd be glad to help you with housework or something like that. I understand if that's asking too much.”

“That... would be an awful way to treat someone...” The pegasus shook her head briefly, then stood aside so that her guest would have the space to squeeze by. “You're... Well... Just as welcome as anyone else I guess! It won't be a problem at all.”

The stranger, now upgraded to a guest, took a few cautious steps forward, as if unsure of the sincerity of the offer. Fluttershy nodded, beckoning her inside.

“As long as you're absolutely sure. But, I'll start looking for a place to stay first thing tomorrow. I don't want to be a burden.” With nothing further but a gentle smile, she entered the cottage.

Inside, she looked around as if in awe. “You have a lovely home!” the red mare exclaimed.

Fluttershy giggled softly, bowing her head in gratitude. Out of the corner of her eye, the pegasus spotted Angel scurrying out of the room.

“Thank you again, for letting me stay here... How rude of me, I don't even know your name.”

Still a little tired from the walk home, the pegasus set herself down on her couch, motioning for her guest to be seated as well. As Fluttershy sprawled, softly catching her breath, she wondered for a moment where Angel had run off to; all of her animals, in fact. The living room was completely empty, save for her and her guest. Not a chirp from any of the birdhouses, not one scratch of a nail against the floorboards. Only after this observation did Fluttershy realize she had been asked a question.

“My name? I'm Fluttershy. And you're more than welcome here.” She said this with a bashful smile, already rather fond of how quietly and politely her newfound company behaved.

The red mare sat so neat and straight in her chair, a polar opposite to the pegasus, at least for the moment.

“If the rest of the forest is welcome to stop in for a visit, I don't see why you can't stay here as well.” The guest smiled, but not wide enough for her to get a good look at her teeth. After a short pause, Fluttershy asked, “Um... What should I call you, though?”

“Mahara... Just Mahara. It's been a pleasure to meet you, Fluttershy.”

“So...” Fluttershy began, then trailed off, suddenly losing her nerve.

She didn't want to be rude after Mahara had paid her such lovely compliments. The red mare tilted her head, smiling, raising a brow. She began to hunch over just slightly in her seat, apparently getting more comfortable in her surroundings.

“So before I take a look at your wings... You have beautiful eyes. The only other time I've seen eyes like that are on a dragon...” The pegasus gasped softly, as that thought hadn't fully occurred to her.

*Reptilian eyes, yes, but a dragon?!*

She sounded both excited and worried as she softly whimpered, "You're not a dragon, are you?!"

Despite all this, the pegasus had only marginally arched herself on her couch, unsure if she would even have the strength or speed to flee if necessary.

"A what?" Mahara gave her a blank stare for several moments, then began to giggle. Fluttershy relaxed again, hearing the sound of Mahara's laughter, feeling rather silly for her outburst. "Oh goodness no. I was just born with them, I guess. I uh... I never met my parents." She gave a little shrug. "I could be part dragon? Does that even work?"

Sensing that her guest was trying to make light of it, the pegasus laughed a bit as well. Feeling refreshed, she then slowly rolled off the couch and back onto her hooves. Mahara remained seated as she slowly crossed the room, and Fluttershy couldn't help but gaze deep into those eyes, feeling as if she were being drawn into them. It wasn't until the red mare grinned and looked to the side that she remembered what she was supposed to be doing.

"Would you like me to... Um... Take a look at your wings now? If you still want me to, I mean."

With a nod, she followed Fluttershy's example, getting to her hooves with an almost catlike grace. The pegasus hadn't really noticed outside, but her guest seemed to move rather strangely. She moved like a pony, but it was as if the muscles under her skin behaved differently, under some sort of tension. She doubted anypony without an eye for medicinal work would notice, and decided to leave it alone, on the off chance that Mahara was more sensitive about that than she was about her wings. Or perhaps she just needed a massage.

*I wonder what Rarity would think of her, she pondered.*

The red mare's voice brought her out of her thoughts again.

"I don't mind talking about it though, my being an orphan. I don't mind talking about how my wings got messed up either."

Mahara reached around to tug on the bandages, and they slowly began to unravel. They were still a clean, stainless white, but then, Mahara hadn't said that the injury was a fresh one.

"It's a funny story actually, if you look at it from a step back."

The pegasus watched with wide, almost fearful eyes as Mahara's wings slowly fanned out, or at least what was left of them. Several long, slender offshoots of flesh reaching out from her back on either side, all of them extending from right about where the wings would have been attached on a healthy pegasus. They seemed to sway and twitch slightly, the tips occasionally curling and uncurling. Fluttershy guessed the shock on her face was immediately recognizable, based on Mahara's response.

"On second thought, to avoid upsetting you, the short of it is that the bones in my wings were removed rather... Forcefully... By some very nasty gryphons. I guess they damaged them so much that my feathers just stopped growing back. It's not so bad though, I can pretty much use them like extra limbs."

The pegasus backed away a few steps, worried for a moment that if she got too close, they would ensnare her. That wasn't the case, of course, though she was still made somewhat uncomfortable by the unveiling.

"Oh my... I didn't know gryphons could be so violent..." Fluttershy's wings shuddered slightly just thinking about how that would feel, and then she did her best to strike the thought from her mind. "G-glad to hear they still work! Sort of... It um... Doesn't look all that bad... Really!"

The pegasus forced a smile as her guest's expression degraded from one of optimism to that of pessimism.

"It creeps most ponies out though, so I keep them under wraps... You're not creeped out too are you?" Mahara made an effort to rewrap the remains of her wings, but the pegasus raised a hoof as if to stop her, shaking her head. "I'm sorry I showed you, that was a bit forward of me."

Mahara allowed the bandages to fall to a heap on the rug beneath her.

"It's fine... Really! I'm sorry for reacting like that." Her smile became more genuine as the appearance of Mahara's mangled wings became less of a novelty, though she continued to watch them closely. "You're welcome to leave the bandages off if it's more comfortable for you, I don't mind. I'm sorry to say that there's little to nothing that I can do for you, though..."

"I didn't expect that there was, but there's no harm in hoping. It does hurt a bit to keep them tied up like that, though. If you're absolutely sure that it's okay..." The pegasus nodded slowly, raising a curious hoof, but letting it fall away once more. "I didn't mean to scare you. I probably should have warned you first." Seeing that Fluttershy still looked troubled, she added, "Don't worry, I would never let anything harm a pony as sweet as you."

"Oh... Um..." Very rarely had anyone called her 'sweet'. She blushed a bit, not entirely sure how to take such a compliment, deciding instead to change the subject to anything but herself. "Well... I think they're kind of neat, really. Your wings, that is. I'm sure they're really useful."

"You have no idea! It's kind of like being a unicorn, to a degree." She demonstrated by picking up a pillow, squeezing it gently in the coil of one of those tendrils. Fluttershy watched with fascination. "A lot easier than holding things in my teeth, that's for sure."

V ^ ^ V

They sat and talked until well after the moon had risen, casting a pale glow over the countryside as the sound of crickets filled the night air. The conversation at first consisted largely of Fluttershy's curiosity with Mahara's strange disability that had somehow become a blessing in disguise, then of Mahara's questions about Equestria with Fluttershy doing her best to answer. Her guest seemed to avoid the subject of where she had come from, however. While she had been unsure of her new acquaintance at first, she now found Mahara's company to be quite enjoyable.

To that end, the red mare didn't seem to find Fluttershy's extra weight to be anything out of the ordinary, much to her relief. If anything, her guest seemed to think she was rather beautiful, complimenting her several times over the course of their lengthy conversation whenever she could do so, smiling a little every time Fluttershy felt her complexion becoming flushed.

Having been a model, she was familiar with being admired, but this felt different. She likened it more to when she had first met her stallion; the way he would look her over, the gentle complements he would give. Considering how that relationship had ended, the pegasus didn't possess nearly enough confidence to ask Mahara about the flirtatious vibes she was giving off, and at the same time, she wasn't entirely sure she wanted to. Even if she was wrong, even if that feeling was coming from a mare, it felt nice to think that somepony found her attractive.

*Somepony with eyes that I could get lost in.*

The pegasus felt an odd shudder as she looked deep into Mahara's eyes, followed by a warm tingling.

*Somepony with a silken coat, and a lush red mane that I can just imagine getting tangled with my own. Oh... Goodness, I just met her! And... And she's a mare, on top of that! Where did these feelings even come from?!*

The onset of such sudden emotion struck her with confusion and a small degree of discomfort, less with her guest and more with herself. Even so, the more she considered these feelings, the more she began to enjoy and accept them.

"I think I'm going to cash out for the night once we finish this." Fluttershy shuddered and blinked a few times. She had nearly spilled her cup of hot chocolate. "Is that alright? I've been traveling all day is all. You look like you could use a little shut eye yourself."

These were feelings that were not entirely unfamiliar to her. Like any mare, she had experienced crushes, daydreamed about the stronger, faster colts that didn't even know she existed. She had even kissed one of those colts once.

*More than once.*

His smile flashed briefly in her memories, replaced with Mahara's as she idly let her gaze drift over the mare across from her.

*Am I reacting to the attention out of desperation? she asked herself. Do I feel this way because... I miss him? Because I miss feeling affection?*

Considering that she had never harbored these kinds of feelings for another mare before, it was as exciting to her as it was nerve wracking.

*What if I'm wrong, she wondered. What if she doesn't feel that way? What if I'm just interpreting her politeness as attraction?*

The pegasus returned to reality. "Y-yes, you're right... I'm pretty tired as well. I hope you don't mind sleeping down here. The mattress is very comfortable, I have some extra pillows and blankets if you'd like. Is there anything else I can get for you?"

"No, no this should be all I need. Really, you've already done more than enough."

Smiling, Mahara drew close to her as if gliding on air, close enough to feel the softness of the red mare's breath against her flesh. Fluttershy felt weak, suddenly overwhelmed with a passion that had she hadn't experienced in what felt like a long time. Smiling, blushing, she reflected on the pleasant novelties which were unfolding before her.

She had never even considered kissing a mare until that moment, but the thought had become incredibly appealing.

"Thank you again," the red mare whispered, "For everything."

Fluttershy felt herself tremble, her eyes drifting shut as a soft gasp rolled up from her throat. Her breast was on fire, the pegasus feeling as though she were melting against the warmth of this wonderful new lover, who so delicately pursed lips the side of her neck.

*This is it, she thought.*

Instead, she felt a light peck on the nose. Confused, she looked to Mahara, or at least where Mahara had been. Evidently, she had already flopped down on the spot where the pegasus had dragged in a mattress earlier. The red mare had even covered herself in a blanket. Fluttershy felt her heart continue to pound in her chest, another shudder passing through her as she waited for something more, but it never came.



*I... I don't understand...* The pegasus took a few steps forward, then stopped, realizing that she was about to disrupt Mahara in the hope that the red mare would continue what may well have been a figment of her imagination. *What... What's wrong with me? I'm not even sure that any of that just happened... But... It... It had to have happened! It felt so real...*

Fluttershy couldn't help but feel a bit bashful, giggling quietly to herself, considering what she had been ready for, what she had been so eagerly awaiting. She felt that she couldn't have just misinterpreted the way the red mare had looked at her, mistaken all those compliments for simple flattery, and certainly not imagined the feel of Mahara's body against her own.

Her mind was brimming with questions, but they would just have to wait. She gave her strange new friend one last look, and then made her way to the staircase. Yawning, Fluttershy slowly carried herself up to her bedroom, her flank brushing the doorframe. That might have upset her before, forgetting how wide she had gotten, but with the bizarre emotional rush she had just experienced and the possibility of a new relationship; now it just made her smile a bit. The bed creaked softly, her eyelids growing heavy as she watched shadows dancing against the moonlit wall. The pegasus smiled, drifting soundly to sleep.

V ^ ^ V

Applebloom stirred under her sheets, her vision blurred and groggy as she looked toward her window. She had thought the scratching was her imagination, but there it was again, one two three, almost like someone knocking on a door. It seemed to get just a bit louder each time.

"Scoot, if that's you out there..."

As quietly as she could, she lowered her hooves to the floor and made her way to the windowsill, glancing to her bedroom door. Applejack and Rainbow Dash were in the next room, laughing about something, occasionally making strange noises.

*Honestly, she thought, Ah could be loud as a stampede an' they probably wouldn't notice.*

They had been drinking, she remembered, before she had gone to bed. Not regular cider, but the stuff she wasn't allowed to touch until she was old enough. She would get a sip when she got her cutie mark, though, or at least that's what Big Macintosh had promised her. Her thoughts floated back to Rainbow Dash, who had been coming over just about every night for the last few months. Always after the sun set, and never when any of their other friends were around. Maybe they had a secret club. The filly had asked her older brother about it once, but he told her that she was too young to understand. Again, when she got her cutie mark. The scratching brought her back to the matter at hand.

"Hold yer darn horses Scootaloo! Yer supposed ta tell me when we're gonna have a midnight meeting *before* the meeting!" She propped up the base of the window with her hooves and heaved it up, then paused. "Oh... Yer not..."

"Probably not who you were expecting, but um... I... That is, someone told me..." It was almost too dark to see the little filly, barely illuminated by the soft glow from behind Applebloom. "Are you the leader of the Cutie Mark Crusaders?"

Any uncertainty Applebloom had felt toward the filly outside her window evaporated immediately with those words.

"Ah sure am! Wow, when didja hear 'bout us?! An' from where?!"

"I'm new in town and..." She paused, blushing, crossing her forehooves a bit. "I... I don't have a cutie mark either. I got teased about it a lot where I used to live but..."

She smiled so sweetly that Applebloom thought her heart would melt.

"Ya'll stay put, Ah'll be right down in two bucks ofa apple tree!"

The timid filly stayed firmly rooted to the spot as Applebloom dropped down from her windowsill, grinning from ear to ear once she had regained her footing.

"Ah'm Applebloom, an' ayep! Ah'm tha leader of tha Cutie... Mark..." Her words trailed off as she gazed into her new acquaintance's eyes. "Golly..."

Applebloom felt her cheeks began to radiate as she lost herself in a sudden surge of emotion totally alien to the filly.

“Is... Is something wrong? Should I come back in the morning?”

“Naw, ‘s nothin’ like that... Where ya’ll from exactly? An do they all have eyes like that?”

V ^ ^ V

The library had become a complete mess in the span of just a few hours. Books had been flung across the room, papers lay scattered on every possible surface, some of them full of half finished letters and barely intelligible notes. At the very heart of the chaos sat Twilight Sparkle, frantically scanning the pages of one book, only to toss it aside and begin on another. She heaved an exasperated groan and pressed her face against an edition of *Incantations and Enchantments* then threw it across the room with a burst of magical light. Spike peered down from the balcony, half wrapped in a blanket, watching Twilight with worry evident in his expression.

“Twilight... You should really get some sleep.” She whipped her head around and starred cold daggers. “You can try in the morning when you’re rested.”

“It’s one thing that I might have opened Pandora’s Box, but why, Spike, did Pinkie Pie have to come through here and rip all the books off the shelves?!” Spike cringed just a little, remembering the horror on Twilight’s face as Pinkie undid literally several solid days’ worth of cataloguing without any explanation. “Has all of Equestria gone **crazy**?! Am I the *only* pony who gives a horseapple about the **rules**?!”

“Twilight, please calm down...”

The unicorn took a deep breath, closing her eyes.

“Spike, I have to understand what happened when I opened that book, and I need to tell Princess Celestia when I do. The sooner that happens, the better.” She looked up at him again, the ghost of a smile on her lips. “I’m

close. I'm very close. Thank you for your concern, but I'm not going to bed until the situation is under control."

Spike had begun a slow, sleepy descent down the stairs as she explained herself, now curled up next to the unicorn. She gently brushed a hoof over his spines, feeling a bit calmer now that she felt him against her flank.

"Just don't wear yourself out, okay? I'll be happy to help when I'm not on the verge of passing out."

"Okay Spike. I'll try and keep it down. Goodnight."

The dragon had already nodded off, however, snoring softly on the same pile of books that Twilight was herself perched on. She glanced over at the ominous text on her desk, afraid to even try and move it for fear of releasing something else from its pages. Even Pinkie had steered clear of it during her rampage, shuddering violently every time she even came close to it.

Twilight felt like she should send some kind of message to Celestia regarding the strange circumstances, but sending a letter that amounted to *I let a monster of some kind out of a creepy book* didn't seem appropriate. She needed to find proof that something had escaped. She still wasn't even sure if she had just imagined the entire thing. Spike didn't hear anything strange, and when whatever it was blurred right passed him he didn't even bat an eyelid. It had to be magical, but the nature of the magic, and the apparition, had yet to be determined. Taking another deep breath, she levitated a book toward herself and began to read.

V ^ ^ V

A symphony of birdsong woke Fluttershy the following morning, as it had every morning during the warmer months. Some of it sounded like practice of the songs she had rehearsed with them the day before, though perhaps a bit out of key or off tempo here and there. Shadows danced lazily on her wall, the sound of a gentle breeze rolling through the leaves nearly lulling her back to sleep.

*That wouldn't be fair to the birds, she thought, or the bunnies.*

Smiling, she rolled toward the edge of the bed, and found herself face to face with her guest. She squeaked softly, eyes snapping wide open.

“Sorry! I probably should have knocked. I didn’t mean to startle you.” Though her heart raced with shock, Fluttershy managed to laugh it off.

*Just how long has Mahara been standing there, though?*

“Anyway, I’m ready to help you with your chores and things!”

“Oh, um, okay. It’ll be nice to have another set of hooves around to help.”

She stretched a bit, then lowered her hooves to the floor, grunting under her breath as her weight shifted into a standing position. Throughout the motion, her middle quivered gently, making the pegasus wish even more that Mahara weren’t watching her.

“Well, we should start with the animals,” Fluttershy stated. “They eat first.”

Following patiently, Mahara was introduced to the various sacks of feed scattered around the cabin. Catching sight of the red mare again, Angel darted from the room, refusing to come even when Fluttershy attempted to call him back. She laughed and shrugged.

“It’s hard to believe that you usually do all this yourself.”

“Well, I have to admit, it’s gotten a little more difficult recently…” The pegasus lifted a sack full of birdseed, then attempted to sling it over her back, successful on the second try. “But it’s not so bad. They’re certainly grateful for the effort.”

Outside, the birds had already gathered in force, weighing down branches and hanging from every available ledge. The moment Mahara peered outside, however, they took to the air, landing on more distant trees and chattering excitedly.

“Oh my… How strange.”

“I must have upset them. I’ll wait inside.” She turned and headed back inside before the pegasus could persuade her to stay.

“No, you don’t have to...” But the moment the door closed behind her, the birds returned in droves, some of them landing on the sack of seed and in her hair. “Now that isn’t very nice,” she scolded, looking rather upset. “There’s nothing wrong with that pony.” The birds glanced back and forth at one another, and then all at once looked back to the pegasus. “You all have no reason to behave that way.”

The rest of the feedings followed a similar pattern, however, and Angel continued to do his best avoid Mahara’s presence, though he did hesitantly and begrudgingly tolerate her after being bribed with a carrot. If anything, Fluttershy was more offended than alarmed by the behaviors of the various animals. They were usually so friendly with guests, and even the birds would warm up to visitors if given enough time.

With all the animals taken care of, it was time for the ponies themselves to eat. Or at least, it was time for Fluttershy to eat, as Mahara claimed that she wasn’t hungry, and would eat later. Even so, she did eagerly watch the pegasus as she prepared and then consumed her meal, consisting of a large bowl of oatmeal and a few pieces of fruit.

“Do you always eat this late in the day?”

“Twilight’s suggestion,” she said, finishing off the bowl. A bell tolled off in the distance, not quite noon yet. “I’d love to introduce you to my friends. Have you been to Ponyville yet?” Mahara shook her head, nursing a glass of orange juice. “You should come with me then! If you’d like. Like I said, I can introduce you to my friends, and we can show you around town.” The red mare shook her head again. “Or you can stay here, I guess... Is everything alright?”

“I’m feeling a little under the weather, actually.”

As Fluttershy thought about it, she realized that Mahara did look somewhat out of her element, perhaps a bit pale, especially around the lips, her eyes not as brilliant as they had been the evening prior.

Mahara was mostly slouched in her chair, as well. “I didn’t want to say anything while I was helping you because I didn’t want to be rude, but if it’s alright with you-“

Fluttershy nodded hurriedly.

“Don’t even worry about it. I’ll stay here and make sure you get better in no time.” Her guest laughed, and then finished the rest of the glass. “I’m serious! Doctor Fluttershy is on the case!”

Mahara shook her head again and smiled.

“It’s nothing to worry about, please don’t trouble yourself. I’m just a little worn out from traveling still.” She got to her hooves and rounded the table, nuzzling the side of Fluttershy’s neck. The pegasus immediately felt her cheeks burning. “I’ll tidy up a bit for you while you’re out.”

Without a word further, she left both the room, and a rather bashful Fluttershy. A kiss on the nose and a little nuzzle weren’t that much, but from someone she had just met, the affection was just a bit overwhelming. Certainly not unwanted, but overwhelming just the same. There were times when she wished friendly hugs were a bit more than for sharing a moment, and she had felt that sort of intimacy before.

*Or could I be imagining it? she asked herself. Am I just lonely? Maybe this is just how ponies behave where Mahara comes from, she concluded.*

On that note, she realized that she still had no clue where the red mare had lived prior to traveling to Ponyville. She sighed softly, and then brought her dishes to the sink.

V ^ ^ V

Outside, the pegasus was greeted by a beautiful summer afternoon, neither too hot nor too humid. A few puffy clouds slowly drifted across the sky, and for a moment, she thought she saw a few other pegasi darting between them. Brief farewells were exchanged, and then she set off for town. Several birds accompanied the pegasus as she traveled down the path, some perching on her back, others flitting about beside her. Grateful as she was for their presence, she still wished that Mahara had decided to join her as well. Part of her was also unsure about leaving a strange pony alone in her house. Fluttershy put these thoughts to rest around the same time that

the birds began to leave her company, preferring to stick to the trees as opposed to traveling with her into town.

About halfway there, she noticed Pinkie looking at the underside of a rock, then setting it down and lifting another. It was difficult to tell from such a distance, but she seemed distressed about something, occasionally jittering around on her hooves. The pink earth pony repeated this several times with various rocks, then grumbled and bounced back toward town before Fluttershy could even ask her what she was doing, though she appeared to have been looking for something.

*Oh Pinkie...*

She couldn't help but smile. She took a short break just outside of Ponyville, munching down a mouthful of oats and leaning against the side of a building to help catch her breath. It was another normal day, ponies going about their business, a few nodding or saying hello as they passed. The enormous tree housing a wealth of Ponyville's books came into view. Twilight had wanted her to bring a few loose quills from her various birds to see how well they could carry ink. She had expected to find Spike or Twilight waiting for her, but there was no sign of them outside the library, and the front door was closed, though she could hear them taking about something from within. Fluttershy knocked, but neither of them came to the door. She spotted Owlowiscious on a distant branch, fast asleep. Waking him would have been extremely rude, so asking him for help was out of the question as well. Biting her lip a bit, she nudged the door open and stepped inside.

The library was in a state of controlled chaos, books stacked in unstable looking towers across the floor, many of them so high she couldn't see over them, and notes taped to the shelves, overlapping three or four times over, as if the bookcases had sprouted paper foliage. Somewhere in the disarray, she heard Twilight telling her draconic familiar to take a letter. As quietly as she could, she found her way through the maze of books, led by the sound of the the bookish unicorn's voice.

"Dear Princess Celestia,

"Normally I would be writing regarding further insights into my study of the magic of friendship, however, something rather strange has occurred.



Yesterday, I found a new book in the basement of the library, and when I opened it, I think I triggered some kind of summoning spell. I can't be sure, because whatever came out of the book left before I could actually get a look at it. Then again, I might have just imagined it. Some of my other books suggest that it is possible to hide things between the pages using magic, but I don't think a living creature could survive the spell, and even if they could, that book seemed like it had been down there for a very, very long time... I won't bother you with this again until I find out more, but for the time being- Fluttershy, I'm sorry but I'm a bit busy right now. Please come back later. Spike, what are you doing!? Are you still writing?! This is serious!"

The pint sized dragon looked up from the parchment and attempted a smile. Twilight, on the other hand, looked like she hadn't gotten any sleep, heavy bags under her eyes, left eyelid twitching noticeably. Her mane was tossed every which way, hairs sticking out at odd angles, a few paper cuts evident on her hooves as she stared blankly at Spike from her book fortress. It was also possible that she was extremely distressed, likely a combination of the two. Fluttershy decided it was definitely not the best time to try and chat.

"Oh! Sorry Twilight. Guess I got carried away..." Spike waved to the pegasus on her way out.

Rather embarrassed over interrupting her friend, she left as silently as she came in, vowing to herself to try and knock louder next time.

The pegasus quietly closed the door behind her as Twilight began the second draft of her letter. It wasn't uncommon for her to get so wrapped up in her studies that she didn't have time for her friends, which was ironic considering the nature of her studies. The pegasus did her best not to take it personally whenever it happened, but it still hurt, just a bit. At least this time the bookish unicorn didn't saddle her with volumes on dieting and overcoming depression. Twilight's way of helping was both more and less confrontational than that of Rarity.

Before giving up completely, Rarity had tried to be less obvious about wanting the pegasus to lose weight. However, the subtle hints she would drop in conversation, the offhanded remarks she would make when something didn't fit quite right or something was made difficult by her larger

frame; that hurt the pegasus even more than being offered literature on the subject. On the infrequent occasions when Rarity would even speak to Fluttershy, the pale unicorn was becoming downright catty, compared to the gentleness of her initial attempts. It seemed as though Rarity believed that making fun of her would be a greater motivation than concern. Fluttershy assumed that, having lost her patience, Rarity decided tough love was the only course of action.

“Well hello dear!”

Rarity’s voice brought the pegasus out of her thoughts. For a moment, Fluttershy was overjoyed to hear her voice. The pale unicorn was nearly weighed down with yards of freshly purchased fabric, clearly making a beeline back to Carousel Boutique.

“Another lovely day, hmm? Out to get some exercise in this fine weather?” Fluttershy nodded meekly while the pale unicorn took a few steps closer toward her destination. “Well that’s splendid! I’d join you but as you can see, I’ve got my hooves full at the moment. I just got a huge order in and I’ll probably be busy for the next few days.”

“Oh, well, that’s okay... I actually have a vis-“

“And I’d ask you to model for me, like you used to, but, well...” She giggled rather cruelly, raising an eyebrow with a subtle grin. “I’m afraid my clients don’t quite share your ample measurements. Such a shame. Well, not for my clients. You know what I mean.”

“Y-yeah...” The pegasus hung her head a bit, any remaining cheer washing right out of her.

“Well, ta-ta for now!” She trotted off toward the boutique without so much as another look back at the pegasus, clearly thinking nothing of what she had just said. “Good luck with that exercise!”

For a moment, Fluttershy could feel tears welling up in her eyes, on the verge of rolling down her cheeks. Several deep breaths later, she had regained her composure, writing off the pale unicorn’s nasty comments as more tough love, like always. More than anything, she was interested in

losing weight so that the animosity from what was once her closest friend would stop.

*Maybe it's a good thing that I didn't bring Mahara with me...*

She wondered if the red mare was feeling better, and was about to head back to the cottage, but she overheard Applejack from the next street over. The voice that responded sounded like Rainbow Dash, which wasn't that surprising. They had been spending quite a lot of time together in the more recent months, and there was a bit of a rumor going around about the pair. Of course, they denied it adamantly, but Fluttershy had her suspicions. Their conversation became clearer as she got closer, making her way through an alley and doing her best to weave between garbage cans and empty boxes.

"Ah know she's alright Dash, but that ain't the point! When ah was a filly, ah could wander 'round after dark and nothin' bad woulda happened ta me. We gotta do somethin' 'bout this 'fore another pony gets hurt!"

She could see them clearly now, standing in front of the doctor's office. Applejack paced nervously, while Rainbow attempted to comfort her. All the other ponies in the area went about their business, doing their best not to stare or get in the farmer's way.

"Alright, so we set out a couple traps and make sure to keep Applebloom inside at night? I know you probably don't want to hear it, but I'm not totally sure I want to kill whatever did this." Applejack narrowed her eyes slightly, glaring at Dash. "I mean, what if she antagonized it? What if she thought getting something to bite her would get her a cutie mark? You know how fillies are!"

"Ah know that mah sister might be in danger, an' ah don't want ta risk her gettin' hurt even worse next time." Glancing to the side, Applejack noticed Fluttershy's approach, mostly because the timid pegasus had knocked over a garbage can, startling herself more than anyone else. "Hey shug', you know a lotta 'bout critters, right? Wouldja mind tellin' us what bit Applebloom?"

"Oh my... Yes, I'll take a look right away!"

Fluttershy nodded to the nurse on her way in, led to Applebloom by Applejack and Rainbow Dash. Besides looking a little tired and very bored, the filly appeared to be perfectly fine. She had her forelegs crossed, laid out on a medical cot, clearly with very little interest in staying there for much longer.

“Ah already toldja sis, mah new friend did it, an’ it didn’t even hurt!” The filly pouted, trying to keep the side of her neck out of sight. “Yer all makin’ a big deal ‘bout nothin’.”

“She keeps sayin’ that she met some new filly outside her window last night, but ah think she’s just protectin’ whatever critter bit her.”

Applebloom scowled and looked the other way, which gave Fluttershy a clear look at the small, circular bite marks on the left side of her neck. There were four in total, though the more prominent two were centered over her carotid artery.

“Whatever it was, it bit her an’ she lost a whole pitcher’s wortha blood... Doctor said it weren’t nearly enough ta kill her, but ah ain’t havin’ no critters thinkin’ they can nip mah sister an get away with it!”

Nodding, Rainbow added, “We found her curled up under one of the trees in the orchard this morning. I think she just decided to sleep outside, tried to get cuddly with a stray dog or something.”

Applebloom snorted softly, insulted.

“Applebloom, you said another pony did this to you?” Fluttershy leaned a bit closer, examining the scabbed wounds. Even if it wasn’t fresh, she could tell that the bite was very clean, not a trace of bruising or additional cuts. “Whatever bit her, it was very deliberate. This looks almost surgical.”

“Okay, that’s cool and all, but it doesn’t get us any closer to finding whatever creep that did this.” Rainbow leaned a little closer as well, perhaps so Applejack wouldn’t hear. “Maybe when we find it, you can do that stare thing and talk some sense into it so this doesn’t happen again. I’d kinda feel bad about getting some animal killed over a misunderstanding.”

Fluttershy gave a solemn nod to the blue pegasus. “I’ll do my best.”

The timid pegasus directed her attention back to Applebloom, who was becoming more irritated the longer she had ponies gathered around and inspecting her. "Can you tell me what it looked like? The creature that did this, I mean. We're just worried about you, that's all." The filly seemed to relax a bit, raising her gaze to meet Fluttershy's. "I promise I won't let them hurt what bit you, whatever it is."

"Alright... Long as ya promise... Lessie..." Closing her eyes in thought, the filly did her best to recall her visitor. "She was about as big as I am, maybe a little bigger... Light blue coat, but her mane an' tail were such a dark blue they almost looked black."

The description didn't sound like any fillies from Ponyville. Maybe Applebloom was making it up after all, she thought.

"Had the prettiest green eyes ah've ever seen, though!" Fluttershy's smile slowly began to fade.

"What did they look like?" The timid pegasus began to bite her lip nervously as she listened to Applebloom's response, while Applejack and Rainbow Dash listened in casually, apparently familiar, and unsatisfied, with the description.

"Well, kinda like Spike's! Ah thought it was mighty strange fer a pony ta have eyes like that." She giggled softly as Fluttershy's expression became increasingly grave, narrowing her eyes just a bit, brow furrowing. "Oh! An she didn't have a cutie mark! Ah asked if she wanted ta join tha Crusaders an she said yes!"

Having heard more than enough, Fluttershy turned and made for the door. Rainbow, Applejack and her younger sister watched with curiosity and confusion at her sudden urgency.

"Woah, where are you going in such a hurry?"

"Ya didn't tell us what bit her either!"

"I think I know what did this, but I need to get home right now to make sure. Stay here with Applebloom and keep her safe, okay?" The pair gave up

their inquiry long enough to glance back at the filly, who just shrugged, waving to the back of Fluttershy's head as she vanished through the doorway.

Fluttershy left before they could get another word in, heart pounding as she looked off in the direction of her cottage.

*It couldn't be more than just a coincidence, could it?*

The filly Applebloom had described sounded nothing like Mahara, and Mahara looked and sounded to be about as old as the pegasus, but those eyes... She tried to think back to her guest's flank as well, but couldn't remember if she had seen any sort of mark. As fast as she could, the pegasus began her gallop home, heads turning as she pounded the cobblestone under her hooves. Heavy as she was, panting and sweating, she refused to slow down. Of course, Pinkie Pie had other plans, nearly knocking her over as she sprung from an alley near the edge of town.

"You have to help me! There's a new pony in town and I am twitching like crazy trying to find them, but I caaaaan't! I've checked everywhere! Everywhere! Even under rocks and behind the books in the library! Nothing!" Fluttershy watched with wide eyes as Pinkie vibrated in place, then half groaned, half whimpered. "If I don't find this new pony I'm gonna go **crazy**!"

"Pinkie, I think she might be at my house! You should come with me, just to make sure!" If she was right, if it was Mahara after all, having Pinkie with her was probably better than nopony but herself.

V ^ ^ V

The gravity of the situation was entirely absent for the pink pony, and she cheerfully bounced along beside Fluttershy, singing something about meeting new friends as the pegasus did her best to gallop all the way home. She paused outside her front door, gasping for breath, doing her best to prepare for whatever might happen once she stepped inside. Noon had come and gone while she was in town, though the sun was still a few hours from reaching the horizon.

The windows were completely dim, barely a speck of light inside, but then she caught a glimpse of something moving, a green glow slowly approaching the door.

*Okay, she told herself, what if Mahara **did** bite Applebloom? What are you going to do? Tell her to leave? Yes, tell her to leave, immediately. Biting fillies is no way to behave.*

Fluttershy reached this decision just as Mahara opened the door herself, smiling as she locked eyes with the pegasus, her pointy teeth like pearls in the sunlight.

She seemed a bit confused by Pinkie's presence, however. "Is this one of the friends you wanted to introduce to me?"

From the doctor's office all the way home, Fluttershy had been so terrified of the possibility that her guest could be the one that attacked Applebloom, but now that she was face to face with Mahara, the thought seemed almost laughable. Mahara was a pegasus, or at least she used to be, and from the sound of things, she would have had to at least be a unicorn to change her form so completely to match Applebloom's description. What's more, it didn't sound like the filly was even attacked so much as she willfully volunteered. The coincidences were not so easily dismissed, but perhaps there was another explanation. It couldn't hurt to ask. Maybe when it was more appropriate. The pegasus heaved a small sigh of relief, lowering herself to one side as she watched Pinkie's face light up almost immediately.

"I found you! I found you! **I FOUND YOU!**" Pinkie began to orbit the red, understandably startled pony.

For a moment, Mahara tried to retreat back into the cottage, then after a nervous glance at Fluttershy, she forced a toothy smile.

"Hello! I uh... You caught me a little off guard here."

Despite the surprise, the pegasus could tell that she was already regaining her composure, assuming a more solid, confident stance. The pegasus also noticed that Mahara had bound herself up in bandages again. Perhaps for the best, considering Pinkie's excitable nature.

“Wow, but how didja end up all the way out here with Fluttershy? Usually newcomers hustle on right into Ponyville!” The pink pony weaved in and out, examining Mahara in the most inefficient and erratic way possible, grinning wide as she glanced about curiously.

“I’m afraid I didn’t make it that far, but I would love to see the town tomorrow. I’m still cleaning up her cottage presently.” She smiled again and stood aside, allowing the pair to enter, though Pinkie seemed more interested in Mahara than admiring her handiwork.

The pegasus had admittedly fallen behind on housekeeping, but there didn’t seem to be a speck of dust or paw print in sight, numerous sacks of feed organized by the door, even the fireplace looked to have been cleaned. The red mare stood by the door, smiling proudly.

“Oh my goodness...” Fluttershy looked around almost in awe. “You didn’t have to do all this! T-thank you!”

In fact, she wondered how Mahara had even accomplished so much in the span of at most two hours. Maybe she had made peace with the animals and got them to help her.

“No need to thank me. For a night of shelter and wonderful company, I think this was more than deserved.” The pegasus could feel herself blushing again.

Part of her wished Pinkie hadn’t heard that. Thankfully, the pink pony didn’t seem to notice anything out of the ordinary.

“Hey, if you’re coming to town tomorrooow...” Pinkie’s eyes lit up again as another grin curled the corners of her lips. “It’s been super nice meeting you but I gotta **go!**”

Without anything further, she was off like a shot. They watched as she became little more than a pink blur streaking across the countryside toward town, and then closed the door, laughing.



“She um, might not have wanted me to tell you, but you should be ready for a surprise party. It’s kind of her thing.” Fluttershy smiled a bit and made her way toward the kitchen, which shared the same spotless treatment.

“I’ll try and act the part.”

With Pinkie gone, she suddenly remembered that there were pressing issues at hand. On short notice, she was able to begin questioning, albeit very delicately.

“I was in town today and... Um... Well, some strange things have been happening... I mean...” Mahara tilted her head, as seemed to be her typical reaction to things she didn’t quite understand. “Well, uh... You see, Applebloom... The younger sister of one of my friends. She um... Something bit her last night and uh...” The red mare arched her visible brow as the pegasus nervously tapped her hoof on the floorboards. “When she described the creature that did it... It sounded um... Sounded... Had eyes like... Do you have any siblings? Are there other ponies like you somewhere in Equestria? Maybe they followed you here?”

“Not to my knowledge, no... I saw quite a few other ponies while I was traveling, though.” Mahara seemed a bit concerned more than anything.

*Perhaps it really was all just a big misunderstanding?*

“What did... Applebloom? What did she say, exactly?”

“She said that whatever it was that bit her... What I mean is, what she described as whatever it was that bit her, it um... It sounded kind of like you...” The red mare narrowed her eyes, lips pursed just slightly in a display of insult. “I mean, the pony that um... Her description... And your eyes are so... Unique... That’s um... That’s what she said.”

“Okay, this is just a guess here, but with a name like Applebloom, she lived on that big orchard I passed by on my way to the spot where we met? Big bow in her hair?” Fluttershy nodded slowly. “I asked her for directions. It’s nice to know that she’s making up stories to explain her mishaps, I suppose.”

Relieved, though a bit disappointed in the filly in question, Fluttershy smiled and shrugged.

“Um... Maybe she thought she could get a cutie mark for lying? You know how fillies are.” She sighed quietly as she began to prepare supper. “Are you feeling well enough to eat?”

“I had a little snack while you were away. Don’t worry about me.”

The pegasus noticed that the color had definitely returned to her guest’s complexion. As if on cue, Angel scurried into the room and began desperately trying to get Fluttershy’s attention.

“He’s quite a feisty one...” Mahara mumbled as her brow lowered.

“Oh, yes, he can be quite a handful sometimes.”

The rabbit continued his display, frantically pantomiming with a piece of fruit. First he cradled it, and then bit into it with his buck teeth, following up with what could be interperated as slurping. Fluttershy watched quizzically.

“What’s gotten into you? You know you can’t have supper for another hour.” Smiling, the pegasus took the fruit from her fuzzy friend and set it up on the table. “But if you’re that hungry, I suppose I can give you a little more when it’s time to eat.”

Clearly frustrated that his message was lost on Fluttershy, Angel withdrew from the kitchen, keeping his eyes on Mahara all the while.

“I apologize if my presence upsets the animals under your care. I’ll start looking for a new place to stay first thing tomorrow. After I help out around here, of course.”

Mahara flashed that toothy smile again, and Fluttershy wondered how she had missed those pointy teeth when they met. It had been getting dark, sure, but something like that would normally stand out on a pony.

“Your help is always welcome, and so are you. Really, um... Don’t worry about the birds and the bunnies; they’re probably just nervous around

strangers.” Her rounded middle growled softly, reminding her that the salad on the counter was only half prepared. “Speaking of ‘time to eat’, I almost forgot why we even came in here!”

The rest of the day passed rather peacefully, and with Mahara doing the heavy lifting and none of the actual interaction with the animals, their evening feeding went without any difficulties. Evidently, despite being so badly disfigured, the remaining muscles in her wings were strong enough to lift three or four sacks of feed at a time, squeezing them tightly in fleshy coils. The air outside positively vibrated with sound, feathers beating softly against overlapping songs of gratitude.

Amid a sea of fluttering and chirping birds, the pegasus felt at peace, spreading her wings wide and singing along with her feathery friends. Fluttershy wished that her guest could join her, but realized that perhaps being friendly with animals wasn’t her specialty. In fact, she wasn’t sure what Mahara was good at, seeing as she lacked any sort of cutie mark. The thought made her rather sad. Wherever she had lived before, life must have been very difficult. As the sun began to set and she bid the birds goodnight, she decided to ask, gently, about where the red mare had come from.

As luck would have it, Mahara brought it up on her own, after stepping down from the windowsill. Evidently, she had been watching Fluttershy play with the birds.

“It’s so strange for me to see animals behaving this way. You can just walk right up to them.” She crossed the room, setting herself down in a chair. “I don’t think I’ve seen a single creature in Equestria that isn’t in some way dependent on ponies for survival.”

“Is that unusual where you’re from? As far as I know, animals have always behaved this way in Equestria. Well, except for the ones in the Everfree Forest, but... I think that’s the only place in Equestria where the plants and animals take care of themselves.” The pegasus took to the couch, hind legs dangling over the side. “Um... Where are you from, though? It’s okay if you don’t want to talk about it, I’m just a little curious is all.” Fluttershy felt uncomfortable just imagining what Mahara’s home might be like. “It doesn’t sound like a very nice place... I mean, after what happened to your wings... And um... All those poor animals having to fend for themselves...”

“You’re right, it’s not a nice place... I’m in no hurry to return, especially after seeing how nice it is here in Equestria. Also...” The red mare glanced to the side for a moment, grinning a bit. “Meeting you has definitely been the highlight of my stay so far. Enough about me, though. Where are you from?”

While Fluttershy felt her cheeks getting rosy, the strange attraction she felt the night before seemed to be missing. She didn’t like her guest any less, but when she looked into Mahara’s eyes, dazzling as they were, she found it much easier to look away. Or at least, it wasn’t as easy to daydream when their gazes met. The red mare’s words, while still flattering, didn’t have their romantic edge, either.

*Has my guest lost interest? she pondered. Or was it the thrill of meeting a total stranger that made me feel so drawn to the Mahara at first?*

Confusion and frustration began to cloud her thoughts as they talked about Cloudsdale, how she had been picked on as a filly, and her decision to live on the ground, unlike most pegasi.

“And, well, I’ve been living here more or less by myself ever since then, if you don’t count all the animals I take care of. They’re pleasant company, but it does get lonely sometimes...” She smiled a little, glancing up at her guest. “So... I guess that’s why I really don’t mind you being here. It’s nice to have somepony around that I can talk to.”

This time, when Mahara smiled, she could feel some of the warmth and longing from the previous night, but it was much more gentle, perhaps more natural than the sudden wave of passion that had come over her. That didn’t stop her heart from fluttering slightly when Mahara got up and began a slow approach to the couch.

“I wanted to ask you before, when you were telling me about what life was like for you, growing up, and this is going to sound a little strange, even coming from me, so if you’d rather I not...”

The red mare made each step carefully and slowly, as if walking on thin ice, as sheepish as she had been when asking for permission to spend the night.

"Oh, no, not at all!" The pegasus smiled, shaking her head a bit, biting her lower lip just slightly as her anticipation and anxiety began to build. "Please, ask away."

*Maybe this time I'll find out how she really feels.*

"Fluttershy, have you ever had feelings for somepony as more than just a friend?" Before she could answer, Mahara quickly added, "Nopony in particular, I'm just wondering. I'm not sure how that sort of thing works in Equestria."

"Well, um... It um... Works..." Not quite what she was expecting, but maybe she could steer it in the right direction. "I had feelings like that for somepony, once... But... It didn't really work out and... umm... It's still painful for me to talk about it... Do you feel that way too?" The pegasus began to blush rather intensely, "Um, I mean, have you ever had feelings for another pony? Maybe a pony you wished was more than... um... more than a friend?" Mahara's giggle was just barely audible.

"Perhaps..." she answered calmly, though her delicate smile, and the look in her eye, implied something else entirely.

Fluttershy swallowed nervously, scarcely able to meet Mahara's intense, green rimmed gaze.

"A-are you... Asking for the reason I t-think you're um... asking?" Mahara began to lean toward her now, tilting her head to the right, her mane falling away just enough for her other eye to become visible. "B-because... Um..."

The pegasus felt herself tremble again. She wasn't ready this time, she could barely string her sentences together. Her breaths felt so shallow. Fluttershy was crippled by the possibility of the rejection she might face if Mahara didn't feel the same way. The fear that she might suffer from heartache once again was more than she could bear.

*But how could Mahara not feel the same way? Every sign points toward the same conclusion, so why can't Mahara just say it? She mentally whimpered. Why does it have to be me?*

“Because I... Well... I... Um...” She began to fall into mumbling, and then just before turning away, her voice became little more than a squeak.

Fluttershy felt a kiss on the forehead, and the tension left her entirely. Mahara’s voice was soothing. “I think maybe I’m going a little too fast for you.”

The pegasus nodded slowly, trying to smile through her burning blush. “That’s alright,” the red mare continued, “I probably shouldn’t have asked. I’m sorry for putting you in that position. It was rude of me to do so.”

“It’s alright! Really, I’m actually glad that you did.” Still trembling softly, she leaned forward, nuzzling the underside of Mahara’s muzzle. “I think... I think I just need a little more time. Maybe I’m not ready to be in another relationship just yet...”

There was a long pause, the silence full of rhythmic chirping, leaves rustling in steady waves. The pegasus gingerly raised a hoof to her guest’s mane, brushing the silken red locks away from her right eye, letting herself get lost in those deep emerald pools once more.

“Do you still want to hear my answer?”

Fluttershy smiled, closing her eyes, nuzzling again, feeling the gesture returned just as softly. For the moment, that was more than enough.

“No, I think I’d rather leave it a mystery for now.” The pegasus slipped over the edge of the couch, still close enough to Mahara that their bodies lightly touched. “But I think I can guess... I’d like to talk about it in the morning, if that’s okay with you. There’s just so much on my mind right now and I’d like to sleep on it.”

“Fair enough.” She smiled warmly. “I’ll knock this time, I promise.”

They parted ways, Fluttershy slowly climbing the stairs, pausing at the top to watch the red mare trot over to her makeshift bed and vanish beneath the sheets. The pegasus followed the example soon after, crawling onto her squeaking mattress and getting comfortable under light blankets. She thought over how strange the day had been, wondering if this was the beginning of a trend. While a small part of her felt uncertain about her

mysterious new friend, a larger part of her considered the circumstances excitedly; a wonderful new experience for her, maybe just what she needed to clear the last few hurdles of her depression.

*If this is the beginning of another change, she pondered dreamily, then I think this one is all for the better...*

Shadows of leaves swayed on the wall against soft moonlight, and watching them with half lidded eyes, sleep came easily.

V ^ ^ V

Fluttershy's dreams were far more troubling.

She looked upon her own sleeping form from above her bed. No matter how hard she tried, she couldn't force herself to wake. The blurred silhouette of some slender creature stood over her, possibly bipedal, vaguely canine in shape. A long, bushy tail swayed about behind it, large ears tilted forward. Its eyes were obscured by unruly hair as it loomed, rubbing a single, thick claw over the underside of her chin. With the other paw, it brushed some of the hair aside, and an intense green glow radiated from beneath the thick mass of tangled strands, as if the creature's eye were projecting a dancing emerald flame. In the light, she could see its lips slowly pulling back, curling into a grin, revealing parallel rows of sharpened fangs.

"Sleep tight," it whispered, voice distorted to sound as many spoken at once.

The words had barely left the creature's lips before it erupted into a thick red haze, dissolving completely, the mist flowing through gaps in the windowsill and swirling off into the night.

And she was left there, staring down at herself with time at a standstill.

V ^ ^ V

"Alright, we're callin' this meetin' ta order!"

Applebloom stood behind a small, clearly homemade podium. A few candles flickered in the corners of the small, also homemade room, illuminating bunches of leaves shivering just outside the window. The moon hung low over the treeline, a few puffy clouds drifting by.

“But uh... Ah guess Sweetie Belle couldn’t sneak out tonight. Ah almost didn’t make it mahself.” Applebloom glanced out the window, toward the house, and frowned slightly. “Hope sis don’t try an’ check on me...” She snickered. “Cause Ah sure ain’t in bed!”

“So who’s the new filly? That’s what this meeting is about, right?”

Scotaloo’s eyes were fixed mostly on the light blue, almost black maned newcomer seated beside her, who appeared to be doing her best to be as small and inconspicuous as possible. In a room with only two other fillies, the effort was entirely pointless.

Scotaloo grinned a bit as she thought that over. “You wanna be a crusader, huh?”

“Yes! I mean, um...” The newcomer cast her gaze to the floor, hooves shuffling nervously. A mouse could interrupt her with little more than a squeak. “If you’ll let me, that is.”

“Hey, you know who she reminds me of, Applebloom?” The red bowed filly looked up from the podium curiously, their guest almost cringing as she waited to hear the rest. “She reminds me of Fluttershy!”

“Oh yeah... Huh, Ah didn’t notice that before.” Applebloom smiled and shrugged. The podium gave a low groan, earning a look of uncertainty from the bowed filly standing behind it.

“Is um... Is that a bad thing?” She looked up just enough for the green of her eyes to show. Scotaloo immediately stopped slouching as she caught a glimpse of them.

“Naaw,” Applebloom waved a hoof, still smiling. “Fluttershy’s a real nice mare. Kinda skittish though.”



“She doesn’t have eyes like that either!” The orange pegasus filly leaned a little closer, which only seemed to make the Fluttershy in miniature even more nervous. “That’s so cool! I’ve never seen anything like that before!”

“It’s um... It’s nothing special...” Her cheeks began to flush, a bashful smile creeping across her lips.

Scootaloo had to admit that their potential new member was very pretty, her shyness becoming something endearing.

“But...” The blue filly spoke barely above a whisper. “Thank you.”

“Anyway!” Applebloom thumped the podium several times with a forehoof, promptly stopping when she realized it just might collapse if she hit it again. “We’re gettin’ way off track here. She wants ta join the crusaders, an’ seein’ that she don’t have no cutie mark, she’s more than qualified!”

“But you’ve gotta be up for the challenges we’ll be facing, because we don’t just sit around and wait for our cutie marks to come to us!”

Scootaloo proudly rose to her hooves, head held high. The newcomer cowered, as if expecting to be struck or shouted at. The orange filly chose to ignore it and continued her small speech.

“We’re constantly trying new things in the hopes that we’ll find what we’re good at. It’s not for the meek. Can you handle it?”

“I... I can certainly try!” She got to her hooves as well, but much more humbly, still mostly looking down at the floor.

“’s good enough fer me! Yer hereby inducted into tha Cutie Mark Crusaders-” She came to an abrupt stop. Scootaloo raised a brow.

“Actually, Ah don’t even know yer name yet.” Applebloom let out a giggle. “Dunno how that slipped by me.”

“Yeah,” said Scootaloo. “What’s your name?”

The orange filly grinned, taking a few steps around their newest member, until she was face to face with her, or at least face to ears. This close, she could see that the light blue filly was trembling, which she found rather odd.

*What is this filly so nervous about?* Scootaloo wondered.

"I bet it's Emerald Gaze or Jade Iris something like that," Scootaloo softly added, trying to help the sheepish pony relax.

"My um... My name?" She glanced around, biting her lip. "My name..." Scootaloo and Applebloom leaned a bit closer as she paused. "Is um..." Closer still, breath held in anticipation. "Seafare... Clearwater."

"Huh..." They shot confused looks to one another, which Seafare didn't seem to notice. "Okay, that's a nice name too. Well, Seafare," Scootaloo put a foreleg around the blue filly's neck. "You're a crusader now!"

"Hoo-ra!" shouted Applebloom, immediately clasping her hooves over her muzzle. "Ooh, Ah hope sis didn't hear that..."

Applebloom turned her attention toward the window, expecting to hear or see an enraged Applejack at any moment. She was relieved to see that her outburst had gone unnoticed.

"Yeah, actually, why is she trying to keep you cooped up at night now?" Scootaloo let go of Seafare, who had been trying to shrink away from Scootaloo from the moment the pegasus draped a foreleg over her. "I guess she talked to Rarity and now Sweetie Belle can't go out passed sunset either."

"Oh, 's cause Seafare bit me last night." The blue filly blushed intensely at those words, while Applebloom smiled and Scootaloo gawked, first at Applebloom, and then at Seafare. "Ah told em it was nothin' ta worry about but they all got so mad an' worried. Guess 's a grownup thing."

"Why did you..." Scootaloo's mouth continued to gape, the orange pegasus doing her best to make sense of the situation. Seafare offered no explanation, remaining perfectly silent as she did her best to hold her ground, visibly shaking now. "What?"

"Oh! Cause Seafare said Ah might get a cutie mark that way!" Applebloom rounded the podium, which collapsed in on itself the moment she stepped away from it, and approached the pair. The bowed filly seemed to have

locked eyes with Seafare, gazing intently at her. "Ya'll should give it a try too, Scoot. Maybe it'll work for you!"

"Okay, no offence, but I'm not sure I want a cutie mark of another filly biting my neck. That's..." Scootaloo suddenly found herself face to face with Seafare, the blue filly's eyes open wide as she simply slid into view, emerald pools practically glowing. "That's... I... Uh... Wow... Is it getting hot in here?"

The pegasus shuddered lightly, a blush spreading over her cheeks. Her chest felt tight, her throat so dry, a sudden spark making her feel both excited and uneasy at the same time in ways she had never quite experienced before. She spared a glance at Applebloom, who looked as though her pupils had fully dilated in the passing moments, an unnerving smile on her face as she approached from the side.

"Girls... I don't really feel comfortable with this..." She managed a swallow as Seafare leaned in close, the warmth of the blue pony's breath rolling over the side of her neck. Scootaloo's legs refused to budge, transfixed to the spot, helpless. "I... I wanna go h-home..."

"Just relax," Seafare whispered as Applebloom just stood there, watching, smiling. "This will only take a second, and you'll barely feel a thing..."

V ^ ^ V

Considering the panic she had witnessed and felt earlier that day, Rainbow Dash noted the calmness of the Apple family household. It was a tense, uneasy calmness, but there weren't any shouts of fearful anger, blame was no longer being cast for failing to keep closer watch over Applebloom, and Applejack had finally managed to nod off, if a bit fitfully. Every so often, the blond maned mare would twist or jerk in her sleep. Rainbow raised a gentle hoof to the side of Applejack's face, rubbing tenderly in hopes of dispelling the nightmares. Instead, Applejack bolted upright, nearly knocking the blue pegasus right off the bed.

"Hey, it's alright." Applejack cast a weary gaze up to Rainbow Dash, who smiled and nuzzled close. "Mac and I just checked on Applebloom half an hour ago," she whispered. "She's fine. Go back to bed."

“Are ya sure? What if she snuck out right after ya’ll checked on ‘er?” Applejack began to shift around, trying to get to her hooves.

“AJ...” Dash made a failed attempt to keep her in bed, her halting hoof easily brushed aside by the determined pony.

“Ah gotta go see fer mahself. Just ta make sure.”

“Do you want me to come with you?” Their eyes were level now, bodies pressed softly together as Dash rubbed an orange furred foreleg with a hoof of her own.

“Nah. Ya’ll stay here an keep the bed warm.” Dash shot her a smug grin.

“It’s the middle of summer.” They laughed quietly, kissing briefly before Applejack slid off the edge of the bed, the sound of her hoofsteps growing softer the further she got from her bedroom.

Left alone for the moment, Dash reflected on her own situation. She couldn’t help but wonder what the others would say if they found out. She and Applejack had been so careful, and Big Macintosh had agreed to keep their secret so long as Rainbow Dash agreed to help out around the orchard during the harvest. Granny Smith didn’t even seem to notice that Dash was there just about every single night, her home in the clouds gradually collecting condensation. The pegasus looked around Applejack’s comfortably decorated room, smiling at the thought of just moving in, living on the farm instead of in the sky. Her thoughts were interrupted by a muffled gasp. Applejack’s muffled gasp.

“Applejack?” Rainbow Dash hopped off the bed and cautiously made her way down the hall, only to break into a gallop when the mare in question let out a scream.

“She’s gone!” The blond earth pony burst from Applebloom’s doorway, looking around frantically. “Dash, she ain’t in her bed!” The pegasus could see her shaking, eyes full of terror and worry, tears soon to follow. “Oh Celestia where did she go?!”

“Just calm down! She couldn’t have gotten far, we just checked on her a little while ago.”

“She left a damn decoy in her bed! Ya’ll don’t know how long she’s been gone!” Dash tensed, wings starting to unfold. “Dash we gotta find her! What in heaven’s name is wrong with that filly?! She gonna get herself killed!”

Big Macintosh, having heard the commotion from his room, was already kicking his door open and making for an exit.

“Sis, we ain’t gonna find her if we jus’ stand around talkin’ about it! Let’s get a move on!” Winona ran alongside him, barking excitedly as she reached the front door before anyone else.

Taking one last look in the filly’s room, Applejack seemed to notice something. Peering through the doorway herself, passed the sack of flour and mop head fashioned to look like Applebloom, and through the window; the pegasus saw a flicker in the distance.

Simultaneously, they shouted “The treehouse!”

Applejack stomped a hoof and followed Macintosh, Rainbow Dash in the rear. The moment the roof fell behind, however, she beat her wings against the air and launched herself skyward, ripping over the orchard and rapidly closing in on the rickety structure. The air was so tranquil, the starry skies clear as crystal, everything bathed in moonlight and laced with shadow. Dash could scarcely believe this was happening, it all felt so surreal. Her heart raced, her mind reeling with the possibilities of what she might find upon reaching her destination.

“Please be okay...” she whispered as she dropped in through the door, floor shaking lightly on impact.

The pegasus narrowed her eyes as she surveyed the scene, mouth twisting with apprehension. She doubled back, taking off again and soaring over the siblings on their way to the tree fort.

“AJ! Mac! Stay with them, I’m gonna get a doctor!”

V ^ ^ V

# Chapter Two

## A Social Unraveling

“Twilight Sparkle, you’ve performed well above expectations. I couldn’t have chosen a better protégé.”

Sunlight flooded the vast, open hall in columns that appeared almost tangible. Important looking ponies in fancy dresses and suits milled about, undoubtedly busy with whatever errands Princess Celestia had provided them with in the interest of keeping Equestria running smoothly.

*But not me, Twilight happily reflected. My job is to spend all day with Princess Celestia and explain my findings.*

Spike followed close behind the purple unicorn, carrying as many books as he could. Of course, that wasn’t nearly enough. Several attendants followed him as well, each one bearing saddle bags loaded with volume upon volume of literature that Twilight had written herself.

*And she’s going to let me read each and every one to her!*

Twilight could just squeal with glee.

“Oh, Twilight?”

“Yes, Princess Celestia?”

“I think there’s someone at the door.”

“Someone at the...?”

Twilight watched with horror as Celestia transformed from a majestic alicorn to her draconic familiar, Spike. The royal hall faded out as Twilight’s prestigious series of books vanished into the ether.

Reality slid into focus, an all too familiar reptilian face peering over the edge of the bed. Twilight groaned, mourning the abrupt end to her

wonderful dream, rolling over with intent to try and pick up where she left off.

A loud, rapid banging sounded through the darkened library.

“Yep, they’re still at the door.”

The unicorn groaned again, sitting up, reluctantly leaving the warmth and comfort of her bed. It wasn’t even dawn. Stars still glimmered in the sky, a nearly full moon hanging just over the horizon.

“These ponies are **crazy**.”

The banging continued almost nonstop until Twilight finally flung the door open, sure that she must look like a complete mess to whoever stood outside. She had expected to see Pinkie Pie, but instead found herself face to face with Rainbow Dash. The rainbow maned pegasus looked as though she had just seen a ghost.

“Applebloom and Scootaloo got bitten by the thing that bit Applebloom last night!” Before Twilight could even begin a sentence, Rainbow continued. “They’re being moved to the clinic right now. Applejack told me to get you because you might have books about this kind of thing.”

“Wha- Wow... Okay give me a minute here. I only just reorganized today. Yesterday. Is it even tomorrow yet?”

Impatient and growing frustrated, Dash took to the air. “Whatever, just get any books you have on monsters and head to the doctor’s!”

With that, Twilight found herself with a rapidly shrinking silhouette of Rainbow Dash as the pegasus arced over the town and landed out of sight several blocks away.

“Okay, that’s just great...” She turned sluggishly, stumbling toward the book shelf as her brain attempted to process the sudden, frantic slurry of information. Twilight nearly dropped the book she was levitating when her thoughts finally clicked into place.

“Oh my gosh!”

Not ten seconds had passed before the knocking resumed.

The unicorn could feel her skin tingling, as though she were about to burst into flame. No less clumsily, but with haste fueled by urgency and a bit of frustration, the unicorn made her way to the door again. And again, she found herself faced with Rainbow Dash. Something about this felt different, though.

“You didn’t even give me a chance to find any books, Rainbow Dash! This isn’t-”

“Yeah I know. Sorry for blowing up at you like that. I realized maybe you’d have better luck finding what you’re looking for if I came inside and helped you.”

Twilight tried to focus her eyes in the dim light of the candle floating beside her. Then it struck her, as she locked eyes with the blue pegasus. Immediately, Rainbow took a step back, her face cloaked with shadow.

“No, that’s alright, I’ve got everything under control here. You should make sure everyone arrives safely.” The unicorn attempted to take a step closer, levitating the candle between herself and Rainbow Dash. “What’s up with your eyes?”

“Nothing. Nothing at all.” The flickering light caught slivers of emerald in her irises. The pegasus took another step back, spreading her wings in silhouette. “You’re sure you don’t want me to come in?”

“Rainbow Dash?”

“Sorry I asked. I should get going.”

The pegasus flapped, but not at the ground. The first gust billowed around Twilight, snuffing out the candle and tossing her already bed messed hair. Only then did she lift off, streaking out into the night, passing the doctor’s office completely. A violent shudder passed through the unicorn, and she shut the door tightly against the darkness.



“Spike...” Twilight glanced up at the balcony, where the dragon waited with eyelids that were weighted with exhaustion. “Rainbow Dash has magenta eyes, right?”

“Huh? Oh, I think they're more like maroon eyes, I guess. Why?”

The unicorn glanced over at the book on her desk, illuminated by a single beam of moonlight. A shadow flickered briefly over the cover, causing Twilight to direct her attention to the window.

An emerald glow behind the glass, gone in the blink of an eye.

“Spike, you are not to let anyone in the library unless I give permission. Understand?”

“Okay...?” Twilight stomped a hoof, shooting a cold glare up at Spike. “Okay, okay! I understand!”

“I’m going to the doctor’s office now. When I come back, I want you to look me in the eyes, very closely. If my eyes are any color other than purple, do not let me inside.”

V ^ ^ V

Fluttershy awoke with a gasp, drenched with cold sweat, glancing around frantically as she expected to see the creature standing over her again, leering with that jagged-fanged smile. Instead she was met with dawn, the walls of her bedroom painted a fiery orange as Celestia slowly brought the sun over the horizon. The last chirping crickets subsided as birds began their warm up routines for a day full of singing. She was alone. Her breast rose as she heaved a sigh, relieved, though still disturbed by the figure that had haunted her in her sleep. The pegasus reflected on her experience, trying to remember how the creature had entered her room, but found herself unable to do so. The creature’s departure marked the end of the nightmare. Fluttershy put a hoof to her forehead, groaning softly as she tried her hardest to forget what personal horrors she had dreamt up, until a thought suddenly struck her.

The windowsill. As quickly as she could manage, the pegasus rolled out of bed and drowsily carried herself to the wooden frame. Nothing. No red

smudges, no trace of any passage through the space between the window itself and the frame which held it. Relief was nearly tangible now that there was no evidence of any sort to the coming and going of some monster. In the grass below, a few early birds did their best to snatch worms out of the ground, fluttering around one another in colorful arguments over pecking order. She decided to join them. Even trotting on the tips of her hooves, the floorboards creaked dryly under her weight.

*I hope Mahara is having more pleasant dreams than I was, at least...*

Sure enough, the red mare was still and tranquil under the covers, not even wiggling an ear as Fluttershy descended into the living room. She had intended to just head straight outside, but something about Mahara gave reason for pause. The pegasus took a few careful steps closer, trying to get a better look. There was nothing specifically different about Mahara, and yet, Fluttershy felt that her new friend looked absolutely ravishing. Her coat seemed to glisten in the low rays of filtered sunlight, her mane like a crimson river.

The pegasus shuddered.

*I guess my barn door does swing that way,* she realized while doing her best to quell a sudden flood of dirty thoughts.

She had fantasized in the past, but usually about handsome stallions, and never in the presence of any of them. Fluttershy only indulged even the tamest fantasies in complete privacy. Despite her best efforts, however, she could not hold back the wealth of imagined lewdness. Blushing with shame over her inability to keep her arousal in check and unable to spend another moment in the presence of her beautifully peaceful friend, the pegasus made for the door as quickly as she could.

*I haven't felt like that since...* Memories of cold winter nights made warm by her stallion, sticky heat against her mattress, falling asleep in his strong embrace.

These were fond memories once. Now they were little more than painful reminders.

Outside, a thin mist clung to the treeline, slowly curling skyward as the rising sun baked moisture off the grass and leaves. No sooner had Fluttershy set hoof outdoors did the birds around the cottage immediately flock to her, greeting her with an array of cheerful songs. She smiled and nodded politely to each bird in turn, a few of them perching on her as she made her way down the path. Looking for a distraction, she decided a little exercise couldn't hurt. An attempt at exercise, at least. She glanced back at the birds, motioning for them to take to the air as she lightly flapped her wings.

Using the downward slope of the hill to help, Fluttershy stepped into a canter, gradually building speed, doing her best to control her breathing as her heart began to pound. She had never been athletic, of course, and the exercise ended almost as swiftly as it had begun, the pegasus panting at the bottom of the hill. Midway through her climb back to the top, however, she noticed that the door had opened. Only then did she also notice that the birds had departed as well, watching from more distant branches. Heavy as she was, the sound of Mahara's voice nearly made her take to the air.

"Sorry..." she nearly whispered upon noting Fluttershy's startled expression. "I guess I snuck up on you again. I'll try to work on that."

The pegasus found herself smiling, a gesture that was warmly returned.

"You said you wanted to talk..." Mahara began, "About last night? Well, do you still want to?"

"I um... A lot of things have happened to me in the last few months. I'm pretty sure I mentioned it, but I didn't used to be this fat..." The pegasus cringed slightly at her own words, but continued.

"And uh... I feel like it's made me kind of distant from a few of my friends, especially Rarity, who... I... Well, I used to think of her as my best and closest friend." Slowly, Fluttershy trotted closer to her cottage, glancing back at Mahara momentarily. "And I know she meant well, trying to tell me to slim down, I really appreciated it and all... But..."

The pegasus stopped short of the doorway, leaning against the wall.

Fluttershy felt Mahara gently nuzzle the back of her neck, encouraging the pegasus to finish her thought. "I don't think I can do it... I don't want to disappoint anypony, but it's really hard work. Rarity has offered to go on jogs with me and things like that but I just don't have the stamina for it."

"Well alright, how do you feel about it?"

"I've gotten... I mean, I'm getting used to being... um... soft... so it doesn't bother me all that much like it did at first, usually... I don't like to think that I'm giving up so much as accepting it and moving on, like what one of Twilight's books told me to do... But I don't think my other friends will see it that way."

The pegasus bit her lip, lowering herself to the cool grass with a soft grunt, Mahara following her example.

"And um... Twilight's books are really helping me keep my thoughts in line, so I'm not really worried about regressing back to where I was... It's just..." She stopped until Mahara gave her another gentle nudge. "Getting like this has been a pretty big change for me, and I'm afraid I might have lost Rarity... Because I look different... I'm rambling though... Sorry..."

Mahara smiled and shook her head.

"Not at all. I'm a very good listener, I think."

The pegasus smiled as well, nodding lightly.

"So um... The whole point of that was... Um... I can't... That is... You and I... I don't want this to be an act of desperation on my part... I'm worried that I'll just be using you for the attention I haven't really been getting from anyone else recently. I don't want you to feel like you're a replacement."

"A replacement? For whom?"

"My um... My buckfriend..." The timid pegasus cast her gaze downward. "I... I'd rather not talk about that right now, though..."

"That's fine. I understand."

Fluttershy felt her face growing warm as continued to idly watch the grass, cheeks blushing brightly behind her yellow coat.

“And um... I’ve never had feelings for another mare... I mean, until now... So I um... I’m a little worried about that too... If I’m just overreacting or... If I really do feel this way about you... That’s what I’ve been um... trying to figure out.”

Silence filled the space between the two ponies, but Fluttershy felt as if a weight had been removed from her breast now that she had admitted her fears. She glanced briefly up at Mahara, only to find her gazing out over the countryside, as if deep in thought. Her emerald eyes turned toward the pegasus once again, another smile finding its way to Mahara’s lips. A spark of doubt flickered in the back of her mind, terrified for an instant that the red mare would laugh, or simply leave, but instead, she raised a hoof to the underside of Fluttershy’s muzzle, lifting her head as one would lift the blooming petals of a rose. The pegasus did not tremble this time.

“Well...” Mahara paused, then leaned in a bit closer, continuing in a gentle whisper. “I think I know a way to find out how you really feel...”

Now Fluttershy was trembling, but not with nervousness.

This was anticipation.

“Close your eyes...”

Without being told what to do next, Fluttershy pursed her lips as Mahara’s warmth drew nearer; near enough to feel, near enough to hear the soft exhale as their muzzles met tenderly. A gentle, sliding pressure against her coat; the feel hooves rubbing the side of her neck, gliding over the curve of her back. Her imagination was teeming with a blur of passionate fantasy and the sensory overload of reality. Her heart felt ready to burst, her breaths reduced to shallow gasps, wings spreading wide and fluttering compulsively as she let go of every reservation and every inhibition. She felt whole again for the first time in what seemed like an eternity.

This was her moment, and she intended to enjoy it as much as possible.

Even if it had felt like time was standing still, when Fluttershy withdrew from the embrace and opened her eyes, she realized that Celestia had certainly not stopped the sun just for her. Shadows receded gradually in the early light, the multitudes of rhythmic chirping increasing by leaps and bounds. As the excitement in her mind died down, she noticed that the birds continued to keep their distance, and the pegasus felt a twinge of sadness for her companion.

*Did Mahara have friends back home, or was she as alone there as she is in Equestria? Well... Maybe not so alone anymore.*

Fluttershy closed her eyes again with a feeling of euphoria, burying her face in the side of Mahara's neck, admiring the softness of her coat.

"Before we feed the animals..." Mahara met her curious eyes, the pegasus lightly furrowing her brow. "I um... Not that it's a problem or anything, you're very beautiful!"

The red mare giggled and nosed her ear, warm with a hint of bashfulness.

"Sorry. I was wondering... You don't have a cutie mark...Is that common where you're from?" Those emerald eyes began to drift to the horizon, searching the soft glow for an answer. "I'm... I'm sorry, I shouldn't have asked you that..."

"No, it's alright. They say that a cutie mark is a symbol of something that you excel at above all things, so... I guess there just isn't anything which makes me special."

Fluttershy's concern was amplified by this response, pouting her lips slightly.

"Now that can't be true, you're um..." She felt herself blushing again, suddenly feeling silly for being embarrassed in the presence of somepony who obviously cared about what she had to say.

"You're very special... Well, I think you're very special... There has to be something you do that makes you unique." The red mare shrugged, grinning. "It's never too late, you know. You might get it at any moment for doing something just right!"

"Maybe," she mused. "That would be nice."

"Pinkie would probably throw you a Cuteceanera the second she found out about you getting it. Actually, she would probably know as soon as it happened." Mahara raised a brow. "She's got a gift, that's really all I can say. Oh..."

Angel peered out of the doorway at the pair, then, hesitantly, hopped right up to Mahara and held out his paw.

"Angel," The pegasus began to inquire, "What are you...?"

For several tense moments, Mahara stared intensely at the rabbit, as if having a silent conversation, then lifted her hoof to his outstretched foreleg. Fluttershy watched in silence as they shook on some unspoken agreement. Afterwards, Angel hopped around to the pegasus and curled up beside her.

"I guess... He had to accept me on his own terms. He probably understands now that I'm not going to hurt you."

Fluttershy cocked one brow, raising the other, glancing from Mahara to Angel and then back again.

"Is... Is there something you're not telling me?"

A few uncomfortable seconds passed before Mahara shook her head.

"Nothing of consequence, anyway." Fluttershy leaned closer, wordlessly pressing for an explanation. "I'll explain all my quirks and secrets in good time. For the moment, you'll just have to take my word for it."

V ^ ^ V

Breakfast, both for the animals and the pegasus, passed uneventfully, Mahara yet again declining any solid food. The birds and bunnies continued to avoid Mahara as well, Angel being the only exception since the mysterious truce. He kept a close watch over the red mare, of course, but didn't seem to mind her presence or flee from her as he once had. Despite the strangeness of the sudden turn of events, Fluttershy was more

or less pleased that Angel wasn't vanishing for long stretches of time without warning. Also pleasing was Mahara's willingness to accompany Fluttershy into Ponyville for a few hours before the party. Rarity may have been busy with orders, and Pinky would likely be busy preparing for the party, but she could at least introduce Mahara to Applejack, Rainbow Dash and Twilight.

A beautiful summer morning had matured into another perfect summer afternoon. The low hum of insects saturated a passing breeze, complimenting the rolling sea of leaves and the not so distant calls of countless birds. Fluttershy found herself distracted by several pegasi hovering around a single cloud, repeatedly bucking it without the desired effect. Mahara brought her back to reality with a half heard question, plodding along slowly beside her, worryingly pale compared to her vibrant appearance not more than a few hours ago. In the interest of making a good first impression, the red mare had bound the remains of her wings under bandages. The sight made Fluttershy rather sad, but she supposed it was a good idea.

"I'm sorry, my mind was wandering. Could you repeat that?"

"I said I hope Applebloom is doing better. I wouldn't want anything bad to happen to her."

Fluttershy's thoughts snapped back to the bite marks on the filly's neck, unable to shake the image of Mahara sneaking up on Applebloom and sinking her teeth into the filly's artery. She was sure that it wasn't Mahara herself, but the idea of another, smaller pony following without her knowing wasn't out of the question.

"Oh, I'm sure she's fine." Fluttershy managed a smile as she spoke, still on edge about the whole thing. "Applejack and Big Macintosh probably kept a close eye on her."

"Alright, that's good. Is there anything I should know about your other friends before I meet them?"

The pegasus considered that for a moment, resting in the shade of a tree, for which Mahara seemed especially grateful.



“Better question,” Mahara stated. “Should we let any of them know that we’re-”

“No!” Fluttershy nearly clasped her hooves over her muzzle after the outburst, even if her voice had barely risen above a whisper. “Sorry... I mean, if you want to, um... I wouldn’t mind telling anypony...”

“Having second thoughts?” The red mare asked with a grin.

“It’s not that... It would just be so sudden. I would like to wait a little while... If um, if that’s okay with you.” The red mare nodded, following it with a little kiss on the cheek.

“Um...” Fluttershy did her best to collect herself. “Okay, the only pony I can really think to warn you about would be Pinkie, but you already met her. She’s just... She’s a little different, but a good friend all the same. Oh, and she likes pranks. You should... Um... I mean, be ready for anything, I guess.”

“I’ll keep that in mind.”

Sufficiently rested and satisfied with a few mouthfuls of granola, Fluttershy emerged from the cool shelter of foliage and returned to the road, Ponyville only a few minutes trot from where she had decided to take a break. Mahara seemed a bit less eager to continue, practically wilting in direct sunlight, what little color she had regained from her time in the shade immediately washing out of her. The pegasus watched with concern, but Mahara managed a comforting smile and pressed on.

“I heard that there’s something strange going on with the clouds,” Fluttershy heard somepony say, just a few steps ahead of her around the outskirts of town.

She did her best, and failed, at attempting not to eavesdrop.

“The weather team is looking into it, says there’s nothing to worry about, but still... How bizarre.”

“You know Rainbow Dash. The lot of them are probably just slacking off again.” The pair paused to nod in greeting to Fluttershy, then to stare at Mahara.

Their voices lowered considerably as the subject of conversation shifted, watching the pale red mare as she passed. “Must be the newcomer Pinkie is throwing that party for...”

“Are those bandages, you think?”

A pattern quickly emerged as Fluttershy led Mahara further into town. The majority of ponies that noticed her stopped what they were doing, either pausing mid conversation or setting aside whatever task they happened to be performing to silently watch or quietly chatter about the strange new mare accompanying the pegasus. Fluttershy was, at the very least, relieved that ponies weren’t retreating into their homes and locking their doors as the red mare drew nearer.

*But then, she asked herself, how often had Zecora ventured into town before ponies had begun to avoid her on sight?*

Mahara didn’t seem all that put off by being an object of curiosity, smiling here and nodding there as many eyes regarded her with uncertainty.

Not far from the library, Fluttershy decided a bit of pre-introduction briefing couldn’t hurt.

“Up ahead is where Twilight has been living since transferring from Canterlot to study friendship. She’s um... Very formal. At least at first. You seem to be too, though, so I think that you’ll get along with her just fine.”

Mahara nodded silently as they approached the door. Spike beat them to the punch.

“Hey there Fluttershy! Twilight isn’t in right now, she’s over at the doctor’s office with...” The dragon trailed off as he noticed Mahara standing just behind Fluttershy, trying her best to stay out of the sunlight.

His eyes quickly brightened.

“Well hey there! Now I understand why Pinkie was going to throw a welcoming party! But... It’s a get well party as well as a welcoming party now, I guess.” Suddenly forlorn, he added, “Was it supposed to be a surprise? I blew the surprise, didn’t I?”

Mahara took a few steps closer to the doorway, looking very pleased to be completely in the shade. The prospect of a get well party was now Fluttershy’s primary concern, however.

“Did somepony get hurt?” A dreadful epiphany struck her. “It isn’t Applebloom is it?”

Spike gave a slow nod, looking uncomfortable at the mention of her name.

“Oh no...” Fluttershy crossed her forelegs, worry on her brow. “How bad is she? She looked fine yesterday...”

“Well, doctors say she’ll be alright in a day or two but...” Spike glanced down at the floor, then back up at the pegasus. “She lost a lot of blood between what happened last night and the night before. I heard that Applejack had to give her a transfusion really early this morning just to keep her stable. Scootaloo got attacked by the same creature, but she didn’t lose nearly as much blood as Applebloom...”

Fluttershy looked back to Mahara, but the red mare appeared to be deep in thought.

“Weird thing about it is,” Spike continued, “From what I’ve been hearing, Scootaloo is really shaken up by the whole thing, but Applebloom... Well it almost sounded like she was in a trance. She apparently kept saying that she would see her new friend again soon. Poor girl must be delirious.”

“Goodness... Um, Mahara, if it’s okay with you, I’d like to head right over to the doctor’s office. I know Applebloom is safe for now but I should at least be there to make sure everyone else is okay.” Mahara’s gaze was now fixed on the door of the library, however.

Or, more specifically, what little she could see inside the library. Spike regarded her with suspicion, backing up a few steps. The timid pegasus looked into the library herself, but nothing seemed out of the ordinary. The

only thing straight ahead of the red mare seemed to be one of Twilight Sparkle's reading tables, a lone, closed book resting on its surface.

"Mahara?" Fluttershy passed into the red mare's field of view, which seemed to bring her back to attention.

"Yes, sorry. I was elsewhere." She grinned down at Spike, giving a slow, graceful bow, still gazing deep into the library behind him. "It's been a pleasure."

"Y-yeah..." With each passing moment, Spike looked increasingly uncomfortable. "I'll see you around I guess...?"

Without a moment's hesitation, the dragon slipped into the library and shut the door behind him.

"Mahara, are you feeling alright?" Fluttershy arched a brow as she gave the red mare a look of concern. "I um... I didn't want to say anything on the way here but..."

The pegasus leaned a bit closer, surprised to see that the color was practically flowing back into Mahara's flesh and coat the longer she remained out of direct sunlight.

"I have a skin condition," she quickly stated, glancing down at the ground and shuffling a hoof. "I should have mentioned. I'm a bit light sensitive. It's nothing to worry about though." She gave a smile that the pegasus felt looked half hearted. "Really. Whenever you're ready."

"Oh... Um, okay."

A skin condition didn't quite explain the vacant look she had during the majority of the interaction with Spike, but then again, she may have just been thinking about Applebloom.

When the pegasus emerged from the shade of the library, she turned her attention back to her companion, watching closely as Mahara reluctantly left the sanctuary of foliage. The effect was practically immediate, color receding from her flesh the moment it felt the radiance of the sun, as if trying to cling to the shade, migrating to her underside while the rest of her

became a sickly pale by comparison. For several steps, Mahara faltered, looking as though she might collapse. After she had heaved a deep breath, however, she motioned that she was ready to continue.

Unlike the day prior, where there had only been Applejack and Rainbow Dash milling around in front of the doctor's office, a small crowd of ponies now congregated outside the humble clinic. Fluttershy wondered just how long they had all been there. It was still relatively early, so perhaps word was only just getting around. Mahara's presence caused a chain reaction, a shockwave of turning heads that immediately quieted the noisy gathering. All eyes fell on the red mare, and Fluttershy felt as though she were a ghost beside her companion. The seconds passed with uncomfortable slowness until chatter gradually resumed, only a select few ponies still admiring or inspecting the novelty that was Mahara.

Getting through the crowd was easy enough. Everypony was more than happy to move aside for Fluttershy, and by extension, Mahara, who clung to Fluttershy like a shadow.

"I forgot to mention," the red mare whispered just shy of the door. "I'm not all that fond of crowds."

"I know the feeling... These are um... They're good ponies. Just try not to think about it." The pegasus held the door open, but Mahara stood fixed to the spot, looking around anxiously. "Aren't you... Um, you don't want to come inside?"

"I don't like entering new places without permission."

"Oh..." Fluttershy glanced into the doctor's office, then back to Mahara. "Well, I'm sure you're welcome here. I think it's considered a public place."

"You're sure?"

"I'm um..." Fluttershy grinned just a bit at the strangeness of the situation.

The red mare was clearly uncomfortable outside, just about prancing in place as she waited for admittance into a building that was open to everypony in town.

“Yes, I’m sure. Now come inside. Um... Please?”

Without a moment further, Mahara slipped passed the pegasus and exhaled a deep sigh of relief.

V ^ ^ V

Applejack had lost blood before. A pony doesn’t buck apple trees for as many seasons as she had without getting a few nasty cuts or gouges in the process. Even so, she still felt light headed from the transfer, lying in the bed next to Applebloom’s, keeping constant watch over the little filly for fear that the whole world might just try to cave in on her. Rainbow Dash stood nearby, but not as near as the blond maned mare would have liked. The blue pegasus glanced her way, brow knitted with a mixture of sad understanding and repressed longing, but they both had appearances to keep, especially with all of their friends present.

Well, all of their friends, except Fluttershy and Pinkie Pie.

On a moment’s notice, that changed as well. Behind the curtain, she could hear the timid pegasus speaking with another pony, and then to Twilight and Rarity. Everything felt a little fuzzy as she strained to hear them. Not that it would matter, because it seemed that gibberish was the topic of conversation.

“Yes, she shoe intone.” Fluttershy’s voice dropped to near inaudibility, clearly intending her next statement for the unicorns’ ears only. “Sheesh a lotto sly though.”

Twilight and Rarity giggled, but their greetings came across as little more than mumbles as they moved farther from the curtain.

With a groan, Applejack gave up on trying to eavesdrop, letting her head flop back against the pillow. Applebloom groaned as well, the first noise she had made in hours, and began to squirm, inching toward the edge of the bed. Nurse Tenderheart took notice and put a hoof to Applebloom’s shoulder, trying to keep her still. The others approached the curtain, several sets of hoofsteps signaling their proximity. It became easier to listen the closer they got.

“Well my dear, you certainly have an interesting choice in hairstyle.” Rarity’s voice was unmistakable. “I believe that look was popular in Manehattan not so long ago.”

“I wouldn’t know. I’m afraid I’ve never been there.” This was the voice of a stranger, her words spoken softly and calmly, but the confidence behind them was evident. “Ponyville seems nice so far, though.”

“Oh yes, it’s such a quaint little town, isn’t it?”

Dash glanced back at Applejack, then took a few steps closer to the curtain, peering through a divide at the group of ponies on the other side. Before she had a chance to retreat, the curtains emitted a soft glow and spread around their advance, and Rainbow Dash found herself on a collision course with four slowly trotting ponies. Twilight was the one to make impact, the blue pegasus emitting a soft ‘oof’ as the purple unicorn plowed right into Dash’s side. Rarity and Fluttershy looked on with concern, though Rarity’s concern melted away as she began to giggle as politely as she could.

In the rear of the group was a pony that Applejack couldn’t put a name to, which made a lot more sense when she realized that she had never met the red mare before. They made eye contact for a fleeting second, a brief flash of brilliant green, before the red pony was looking elsewhere, uninterested in the incident unfolding before her, or any of the other ponies in the room. That is, until her attention centered on Applebloom.

Cautiously taking her eyes off the stranger, Applejack directed her gaze toward her younger sister to find that the filly was now trembling violently. Applebloom fought viciously against the nurse at her side, one hoof outstretched toward the red mare at the edge of the curtain. She was babbling something unintelligible, almost moaning.

“Applebloom!” The orange mare rolled over slowly, her head swimming as she got to her hooves. The floor felt mushy, undulating under her. “What’s got into you?! Calm yerself down!”

Big Macintosh nearly ripped the curtains off their rings as he charged into the enclosure, eyes wide with panic. “What in Celestia’s name-?!”

“She’s doin’ it again Mac! Get Redheart in here!”

“The nurse’s right behind me sis!” The red stallion crowded in next to Applejack, putting a hoof to the filly’s shoulder, trying to hold her down against the bed.

Applejack searched the room for any sign of the nurse’s approach, her vision blurred by the tears welling up in her eyes, but the expression of concern shared by her friends was obvious even through the emotional haze. She didn’t have to look to know that Rainbow Dash was right at her side, trying her best to calm the frenzied Applebloom. The red mare, however, stood out like a rotten apple. She retained her calm demeanor, watching silently as the filly nearly convulsed. Applejack felt revulsion growing in the pit of her stomach before Nurse Redheart’s arrival distracted her.

A syringe glimmered in the medical mare’s mouth, and with a precision jab, she injected a clear fluid into Applebloom’s neck. It must have been a tranquilizer judging by the way the fight left the filly almost immediately. Applejack, on the other hoof, had completely overcome the drawbacks of the transfusion, riding a wave of adrenaline from the sudden shock of Applebloom’s fit. She could feel her hairs standing on end, every sound coming in sharp and clear.

“Oh my...” Fluttershy whispered somewhere in the distance.

Twilight shared the sentiment. “I think... Maybe we should give them a little space.”

Applejack refused to take her eyes off of Applebloom, though her gaze occasionally drifted to Rainbow Dash for support, feeling relieved just to know that she was there. Behind her, she could hear the other ponies doing their best to ease the tension in the room now that the filly had fallen into much gentler spasms, breathlessly mouthing something in the red mare’s direction.

“We can visit my boutique if you like. My most recent clients canceled their order at the last minute, so I’ve found myself with quite a bit of free time.”

*Even at a time like this, all that frou-frou pony can think ‘bout is fashion.*



“Oh! You know, I bet you could use a new dress! You never know when you might need a dress for a... Special occasion?”

*Oh fer heaven's sake...*

“She already knows about the surprise party... I um... I warned her in advance.”

“Oh. Well, in that case, I'd just love to make you a dress for the party. Think of it as a welcoming gift.”

“Rainbow Dash,” Twilight called out. Applejack felt her heart sink as she braced for the following words. “Are you coming? We should probably give the Apple family some time to themselves.”

The blue pegasus looked up from Applebloom, then back down at Applejack.

“I'm sorry,” Dash whispered as tenderly as she could. “I'll be back as soon as I can.”

Big Macintosh looked away in sympathetic discomfort as Applejack gave a subtle nod. “Do what you gotta do, sugarcube,” whispered the orange mare. “Ah'm a big girl, Ah'll be alright...”

“Yeah, you're right.” The blue pegasus responded. “I could go for stretching my legs anyway.”

Doing her best to hide her true feelings, Rainbow Dash gracefully floated into the air, her ears brushing the ceiling as she carried herself over the bed and landed with the others. Applejack watched forlornly out of the corner of her eye.

“I just remembered...” The timid yellow pegasus faltered, glancing around the room. “What I mean is; Spike told Mahara and I that Scootaloo had been bitten as well.”

Mahara, Applejack realized, must be the name of the red pony that arrived with Fluttershy. This was as good an introduction as any, and the orange

mare was already harboring feelings of resentment against the newcomer. It would have to wait for another time, though, as the group was already making their way for the exit.

“Oh, that little pipsqueak went home hours ago.” Dash forced a grin, trying to maintain her composure. “She’ll probably be fine as long as she stays indoors, which shouldn’t be a problem after last night.”

The blue pegasus glanced back at the filly, and then her older sister, mouthing the words ‘*Seeya later.*’

“She seemed awfully mad at Applebloom about the whole thing, actually.” Twilight spoke in her usual, matter-of-fact way. “Scootaloo kept shooting her dirty looks and grumbling.”

They were getting farther away, well out of sight now and nearly to the door.

“Did um... Did either of them describe the creature that attacked them?”

Twilight responded to Fluttershy before Dash could get a word in.

“Apparently, they both gave the same description as Applebloom had given the day before. Considering the strange happenings around Ponyville in the past few days, I think it’s safe to say we should organize a town meeting and inform everypony that there might be cause for alarm.”

“Yeah,” Dash muttered before being muffled by the closing of the front door. “What she said...”

V ^ ^ V

“Soooo...” Rarity began, looking through the lengths of fabric at hoof, levitating them to Mahara’s side to compare them with the color of her coat.

The red mare had insisted on keeping herself wrapped with bandages, which Rarity understood completely. They were doing a fantastic job keeping her middle smooth and shapely, which would make fitting for the dress that much easier.

*Maybe Fluttershy will start doing this as well, since she doesn't seem to care about trying to slim down. She should really put more thought into her appearance, at least.*

Sweetie Belle was in her room doing her homework, which meant that Rarity need not worry that the young unicorn would cause some sort of fabric related mishap.

*The sooner that filly realizes that her silk is better sung than sewn, the less material I'll have to scrap.*

Rainbow Dash stood by the window, staring off into the distance, which the unicorn fashionista found to be completely typical of the blue pegasus.

*A tomboy through and through. I can never tell what's on her mind...*

Twilight Sparkle attempted to read the fashion magazines spread out on the table before her, but appeared incapable of grasping the theories of style or the articles on the latest fashions that filled the pages.

*The poor dear.*

Fluttershy sat on a nearby couch, lightly nuzzling Opalescence, who soaked up the attention like a sponge. The couch groaned softly under the tubby pegasus every time she shifted her weight, which brought on a feeling of mild disgust in Rarity whenever it reached her ears. Seemingly aware of this, Fluttershy poured more attention onto the spoiled feline, doing her best to distract herself from what Rarity hoped was guilt.

*I hope I'm not being resentful, Rarity mused to herself. I've tried to help her. Celestia knows how I've tried, but she just won't put forth the effort. And she knows very well that the full figured look hasn't been in for decades. Perhaps she just doesn't care. Then again, she hated being a model, maybe she's trying to hide from fame behind the extra weight. Or maybe this is a shot at me for pushing her into being a model in the first place! Oh but she wouldn't hold a grudge, would she?*

Rarity bit her lower lip, looking between sheets of black and white silk, both from the surplus caused by the canceled order. A smile found its way to her lips as they escaped her teeth.

“Thank you again,” the red mare said sweetly. “If I had a way of paying you I certainly would.”

“Oh, not at all my dear! This will practically pay for itself. What better way is there to advertise my dresses than by having ponies wear them?”

Mahara returned Rarity’s smile, lightly tapping the floor with a forehoof. “Still, thank you all the same.”

“Any friend of Fluttershy’s is a friend of mine.” She looked over to the timid pegasus and smiled as sincerely as she could.

Still looking rather uncomfortable, Fluttershy tried her best to do the same.

Rarity flatly added, in Fluttershy’s direction, “And I suppose I should let out your dress from the Gala sometime as well...”

The yellow pegasus immediately cast her gaze to the floor, but when Rarity returned her attention to Mahara, she found the red mare’s eyes had widened as though she were startled.

“Is something bothering you?”

Mahara looked, presumably, at Fluttershy, and then back to Rarity, lowering her brow slightly. “No, it’s nothing.”

“So what’s up with your name? It sounds kinda... Zebraish.” Rainbow Dash had decided to join the conversation at last.

In unison, both unicorns and the normally timid pegasus shouted, or in Fluttershy’s case, sternly said, “Dash!”

To the surprise of everypony present, Mahara began to laugh. Rainbow Dash joined her, Fluttershy giggling as quietly as she could, while Rarity and Twilight exchanged looks of confusion.

“I’m not from the land of the Zebra, I’m sorry to say. My name is just very...” She scanned the room, trying to find the word she was looking for. “Traditional, I guess. Maybe old fashioned is the better phrase.”

Rainbow Dash seemed to think about that for a moment. Rarity couldn't find anything wrong with the name. Mahara sounded very exotic, rolling off the lips and tongue like some sort of foreign gem or delicacy. And then there were her eyes. The pale unicorn had almost tried to use her gem finding spell just to make sure the emerald pools of her irises weren't actually real emeralds. Mahara had pupils like Opalescence on top of that, or maybe they were more like Spike's. Rainbow Dash beat her to it.

"Are your eyes traditional too?" The blue pegasus smugly intoned, smirking afterwards.

"My eyes..." Mahara began, then seemed to lose herself in thought, a vacant stare coming over her.

Twilight Sparkle, having given up on the fashion magazines entirely, approached Rarity and Mahara with a hint of curiosity in her demeanor. Only later would Rarity realize that it had been suspicion.

"Your eyes are very unique, I have to say. I don't think there are any documented instances of ponies with eyes like yours in any of the books I've read; not even a mention in medical journals or spellbooks. But here you are, a pony unlike any other in the written history of Equestria."

Mahara had long since come back to reality, looking at Twilight in a way that made Rarity feel a twinge of discomfort, somewhere between unease and anxiety.

"I'm sure you've heard the rumors by now. Fluttershy was at the doctor's office yesterday, and if she didn't tell you, then surely you heard it while passing through town."

"I'm afraid I'm at a loss." The red mare glanced to Fluttershy, but Rarity couldn't quite place her expression. "What point are you trying to make?"

"For the moment, I have no point to make. I just find it interesting that suddenly, not one, but two ponies appear in Ponyville that have eyes like yours." Twilight had come within a few feet of Mahara now, but the red mare held her ground. "Admittedly, the filly that attacked Applebloom twice and Scootaloo only once has yet to be seen by anypony other than those

two girls, so there isn't any solid proof that they're telling the truth. But last night, or maybe it was early this morning, the strangest thing happened to me."

Mahara's eyes narrowed by a hair, her lips pressed tightly together. Twilight Sparkle paced a few steps parallel to the red mare, and Rarity found herself wordlessly dividing her attention between them. Rainbow Dash and Fluttershy kept their distance, watching with silent apprehension.

The inquisition continued as the purple unicorn directed her next question to the blue pegasus.

"Rainbow Dash, where did you go after leaving me at the library last night?"

"Me? Uh... I went right back to Applejack and Big Macintosh. They had just arrived at the clinic with Applebloom and Scootaloo when they sent me over to get you."

"And you never left them after that, until we decided to come here with Rarity?"

Sheepishly, Rarity interjected. "Dash, what were you doing with Applejack and Big Macintosh that late at night, exactly?"

Twilight shot her a glare that Rarity felt might turn her to stone. Rainbow Dash seemed relieved that the question had been avoided.

"I stayed with them all night," the blue pegasus responded. "What's your deal anyway? Why all these questions?"

"Because you visited me a second time that night, Rainbow Dash. Only I don't think it was you. It looked like you, and it sounded like you, but there was something very peculiar about the pegasus on my doorstep." Twilight took another step toward Mahara, Rarity backing slowly away from them both. "The Rainbow Dash I know would have just barged right in and started rifling through my bookshelves if she thought it would help her friends. The Rainbow Dash that visited me a second time last night wanted permission to enter the library. She didn't state that expressly, but I could tell from the start that she wanted me to let her in, and more importantly, that she couldn't enter until I had done so."

Rainbow Dash widened her eyes a bit, opening her mouth to say something, silenced as Twilight raised a hoof in her direction. Fluttershy looked as though she wanted to run, or to hide, probably both. Sweetie Belle briefly peered into the room to see what all the fuss was about, then disappeared again just as quickly. Mahara was a statue, never once taking her eyes off of Twilight.

“Rarity welcomed us all into her boutique, which unfortunately voided the chance for me to test my theory, but I overheard your conversation outside the doctor’s office. If Fluttershy hadn’t invited you inside, I’m willing to wager that you would have remained at the front door. There’s polite, and then there’s just absurd.”

“You’ve called my phobia of new places to attention.” Her words were nearly hissed. “I’m sure your mentor must be so proud.”

“I should hope so, but now, I return to the point I have yet to make. You see, the bizarre politeness of this other Rainbow Dash wasn’t the only thing that struck me as off. Would you like to know what that other thing was, Mahara?”

“Please, by all means,” Mahara’s voice dropped to a near whisper. “Tell me.”

“It was her eyes. Rainbow Dash has had magenta eyes for as long as I’ve known her.”

“Maroon,” Rarity corrected, only to receive another stony glare.

“Rainbow Dash has had maroon eyes for as long as I’ve known her. She had maroon eyes when she visited me the first time, but the second time...”

A visible shudder passed through the red mare, her bandages coming to life as something writhed beneath them, settling into complete stillness again only moments later.

“The second time she visited me, her eyes were green. Not just green, but emerald green. That sounds very familiar, doesn’t it?”

Twilight Sparkle had begun a slow orbit, circling Mahara, who seemed to be watching her out of the corners of her eyes.

The purple unicorn edged closer, nearly pressing her forehead against Mahara's. "You have nothing to say?"

"You are making me feel *very* unwelcome." The red mare seemed to loosen up, tilting her head to the side. "If you didn't want me to come here with your circle of friends, you could have told me so back at the doctor's office."

"The Apple family has been through enough over the last two days, and I didn't want to subject them to this as well."

"But mocking me for my shortcomings and equating me with whatever oddities you've been experiencing recently is perfectly alright?"

Twilight Sparkle seemed, for the first time since beginning her questioning spree, to be at a loss for words. Mahara smirked, then turned toward the door.

"Clearly my presence offends you. You have my sincerest apologies, and I'll be leaving presently." She glanced back at Twilight, narrowing her eyes. "But I have no intention of leaving the party being held in my name, so I ask that you try and curb your... Assumptive urges... Until the party has ended."

The purple unicorn's face flushed, a shade of embarrassment Rarity had very rarely seen in Twilight Sparkle. "No, you know what?" She glared at Mahara, practically growling her words. "You stay right here. I'll be the one to leave since apparently I'm the one making an ass of myself. I'll see you three later at *Applebloom's get-well party*."

Both Rarity and Fluttershy gasped while Rainbow Dash did her best to stifle a giggle. Without a word further, Twilight Sparkle stormed out of Carousel Boutique and into the afternoon haze.

Unable to control herself anymore, the blue pegasus began to laugh hysterically. "Did you hear that?! I don't think I've ever heard her swear before!"



“Oh my... I guess um... I guess she didn’t get along with you as well as I thought she would, Mahara...” Blushing a bit herself, Fluttershy added, “I should have said something... That was so rude of her...”

“The only harm done was to my pride,” the red mare mused as she crossed the room. “No need to worry.”

Realizing she had dropped the lengths of silk some time ago, Rarity levitated the fabrics and set them on her sewing machine. “Well, this has been something of a bust; There isn’t nearly enough time left before the party as I’ll need to make you a proper dress. I’m so, so very sorry, my dear, both for the lack of attire and for Twilight Sparkle’s behavior.”

“Someone once told me that it’s better to know a pony for their true feelings than it is to only know a façade.” She smiled, seating herself beside Fluttershy, Opalescence immediately vacating the pegasus. “I should be thanking her for showing me how she really feels.”

“So hey...” Rainbow Dash cautiously began, “Does this mean we can all swear whenever we feel like it now or...?”

While Mahara grinned, Fluttershy and Rarity shouted “Dash!”

V ^ ^ V

“Okie-Dokie-Loki, I thiiiink that’s everything!”

Pinkie Pie stood in the center of a fully, brightly decorated Sugarcube Corner, slowly surveying the room to make sure that every detail was absolutely perfect. A few ponies had already begun milling around the room, but the party couldn’t start until Fluttershy’s new friend had arrived. Applebloom would arrive at any moment with Applejack, though Big Macintosh had declined the invitation in favor of going back home to rest. The thought made her sad, so she went over the itinerary again to distract herself.

*Streamers, check! Balloons, double check! Drinks, triple check! Baked goodies, so many checks!*

Pinkie bounced in place, glancing from the open door to the steadily increasing number of guests. Seeing as it was a surprise party, the other guests were supposed to arrive before the guest of honor, otherwise they might accidentally spoil the surprise. Once everypony was present, she would release a pink balloon; the signal for Rarity, Twilight Sparkle and Rainbow Dash to bring the newcomer over. Fluttershy had been intentionally kept in the dark just in case she tried to spoil the surprise.

*What a silly pegasus; scared of heights, scared of surprises, probably even scared of her own shadow! Oh well, it takes all kind of ponies to make things fun. There's Applejack. Applebloom looks awfully silly. I hope the drugs they gave her wear off soon. I wouldn't want her to miss her own get-well party. Aaaaand I think that's everyone I invited! Let me just...*

The pink pony grabbed a pink balloon from the floating bundle by the ribbon and dragged it outside with her teeth.

*They should still be at Carousel Boutique. I'm sure Rainbow Dash will be able to spot this balloon from there. Oh, there's Twilight. Wait a minute!*

"Twilight?!" Free from her mouth, the balloon began to drift skyward, halted as Pinkie frantically fumbled the plastic ribbon back under her control.

"You're supposed to be with the others and that new girl!"

"The others are still with that *new girl*," Twilight coldly replied, "So they should be along shortly. I'm here to visit Applebloom."

"Oh! Okie-Dokie-" Twilight Sparkle had vanished through the doorway before she could finish. "Loki..."

*I wonder what's got her so flank flustered. Oh well, I just hope she doesn't spread it around. Maybe she'll cheer up once the party starts! Now where was I?*

Pinkie wiggled her foreleg until the ribbon unwound itself, watching with a wide grin as it lazily floated into the air.

*There it goes... It's game time now! Oh... Hey, that's weird. My chest feels fluttery, and my neck is itchy! It's that new combo again! I wonder what it means! There go my ears too! Is this part of the combo? No... No I guess*

*somepony is just going to need a bath. Which is going to happen first though? I guess I'll just have to wait and see!*

The pink mare cheerfully bounced through the doorway, sweeping the door closed with a hind hoof. Mrs. Cake went around turning off the lights and closing the curtains as Pinkie took up her hiding place beside the doorway, careful not to be in the path of the door when it opened. The absence of any sort of warning in the form of her Pinkie Sense allowed her to relax; there would be no door related mishaps. She leaned toward a nearby window, peering out from behind the curtain and into the street.

*With so many ponies packed in here, Ponyville must seem like a ghost town! There's barely anyone out there now. Oh! Oh, there they are! And this is Sugarcube corner, miss pony I don't know your name yet. Why don't you come inside? They have all kinds of tasty surprises in there! Come on, just a little closer... Almost here... Showtime!*

Rearing up, grinning ear to ear, Pinkie was ready to surprise the cutie mark off the guest of honor, only, the first pony through the door wasn't the guest of honor; it was Rainbow Dash. And then Rarity. And then Fluttershy, who turned and looked back out onto the street.

"Oh!" The timid pegasus began to blush. "I um... Sorry, I forgot. You can come in, everyone is welcome here."

Fluttershy stood aside, and the barely familiar red mare poked her head into the dimly lit interior of Sugarcube Corner, her eyes practically glowing. None of that mattered, of course, because the guest of honor didn't even notice Pinkie standing on her hind legs not more than a foreleg's reach away. The timid yellow pegasus cringed preemptively.

**"SURPRIISE!"** shouted everypony at once as the lights flashed to full brightness, though Pinkie was the loudest, regardless of her proximity.

Those green eyes got very wide very fast, the red mare crouching down, back arched almost like a cat, her back squirming violently under tightly wrapped bandages for several brief moments. Once those moments passed, though, she straightened back up, laughing.

“Okay yeah,” the red mare crooned. “I *definitely* wasn’t expecting *that*. Hi, uh... Everypony?”

Pinkie’s smile suddenly faded as she was stuck with a revelation. She had never even told the red mare her name. Introductions were clearly in order.

"Hiiii! I'm Pinkie Pie but don't think you know that because I never said it earlier when we met because I was all, *I gotta go bye bye!*" The pink mare paused only for a deep inhale while the guest of honor stood speechless. "And I really wanted to invite you to this party because you're new here but I thought it would be even better if it was a surprise party and now you're here and we can have fun! Woo-hoo!"

“I uh... Thanks! Thank you!”

“Don’t even think of mentioning it! Well it’s too late I guess but don’t mention it again, it’s my pleasure! What’s your name though? I told you my name already!”

“You most certainly did!” The red mare bowed her head in a respectful nod. “You may call me Mahara; pleased to make your acquaintance.”

Upon hearing the name of her guest, Pinkie immediately fell silent. Evidently feeling awkward about the pause, Mahara donned the widest grin she could.

“Hey, that sounds like a zebra name!” Rainbow Dash did her best to stop herself from laughing behind the red mare. “Are you a zebra? You don’t look like a zebra!”

With that, Dash fell into another fit of laughter. Pinkie Pie smiled, pleased with Rainbow Dash’s reaction, even if she didn’t understand what was so funny about the question.

“This isn’t the first time I’ve heard that today,” the red mare explained, grinning as she glanced back at the hysterical pegasus, then to Rarity and Fluttershy, both of whom seemed to be in high spirits. “But no, I’m sorry to say that I’m not a zebra.”

“Well that’s okay! I’ve only met one zebra before anyway. Huh...”

The pink mare leaned closer, her curly mop of a mane bobbing. Mahara attempted to back up a bit when she realized Pinkie Pie was investigating her bandages.

"What's with all the wrapping? Did you wrap yourself up like a gift? Or did you get hurt or something?" Pinkie's eyes widened dramatically as she gasped. "Oh no, that would be so terrible! Now the party has to be extra fun because it's a welcoming party *and* two get well parties all at once!"

"It's nothing like that," Fluttershy interjected, glancing down at the floor and shrinking back no sooner than she had finished speaking. "I mean, Mahara isn't injured. It's um..."

"It's a long story and certainly not one fit for such a wonderful party." Mahara regained what little ground she had lost upon Pinkie's inspection. "I'll tell you all later if you like, but as Fluttershy already knows, it's a bit graphic..."

"Perhaps later," The pale unicorn replied as she moved away from the doorway. "Though I'll ask you to spare me the more worrying details if it's, as you say, *graphic*."

"Of course," said Mahara, with a polite smile.

Rainbow Dash had long since recovered from her giggle fit, wiping a few tears from her eyes and departing from Mahara. Pinkie watched as the blue pegasus cut straight through the party, her sights apparently set on Applejack and her younger sister. Rarity and Fluttershy had begun to idly chat about what had happened to Applebloom and Scootaloo, and Rarity's relief over Sweetie Belle's safety. Mahara remained by the door, looking around the bustling room inquisitively.

"Okay, you let me know if you need aaaanything!" Pinkie had begun to bounce in place. "I'm gonna go make sure everyone's finding everything okay! Seeya later!"

*Another perfect party! Everyone is laughing, and dancing, and eating the pastries I baked. Mmhmm! Hello Bonbon! Hello to you too! And you! Hiiii Ditz! Yes, this is a new punch recipe I picked up! There's just a teensy bit*

*of whiskey in it! Apple whiskey! Applejack looks like she's doing better too, that's great! Wait, no, she's upset again. What is Twilight doing upsetting her with all this grumpy talk? I can't have this in my party, no ma'am!*

Twilight had Applejack in one of the quieter corners of the room, both mares keeping their voices as low as they could.

"I know that I'm usually the one to try and see the good in these kinds of things, but I feel like I'm on the other side of it this time. Everypony really seems to like her, but the coincidences are just too big for me to overlook. Do we even know where she's been staying?" Twilight didn't even notice Pinkie Pie sneaking up on the two of them.

"Ah know how ya feel, Twi..." Applejack seemed to be more aware of Pinkie's presence, but didn't put much thought into it. "Ah don't think any a ya'll noticed it back at tha clinic, but that mare... Meraha? Somethin bout her just ain't right. Ah can't put mah hoof on it, but Ah don't think Ah wanna get too friendly with her."

"Hey now, that isn't a nice thing to say about our new friend! Mahara is a nice girl from what I've seen so far. She's even helping Fluttershy with housework and stuff while she's staying there!"

Twilight Sparkle's attention snapped to the pink mare. "She's staying *where?*"

"At Fluttershy's cottage, silly! What did you think I meant?"

The purple unicorn narrowed her eyes at Pinkie, who playfully returned the gesture with a grin, but instead of having a staring contest, Twilight disappeared into the crowd of dancing ponies. Around the same time, Rainbow Dash emerged from the grooving masses with a pair of drinks. The pegasus started a friendly nod, then remembered the tray between her teeth a few moments too late. The plastic cups fell to the floor, spilling their contents. The blue pegasus looked more upset with the tray than herself.

*Mmmnope! There go my ears again. Guess it isn't bath time for anypony just yet! I'll just clean this up with a napkin. There, all better!*

“Sugarcube, wadda ya’ll think of that new girl? Meha... Mehara? Ah feel like Ah ain’t pronouncin’ that right.”

“Ma-ha-ra,” replied Pinkie Pie and Rainbow Dash, though not quite in unison.

“Ma-ha-ra,” repeated Applejack. “Anyway, she don’t give ya any weird vibes er nothin’?”

“Besides the corny name, not really.” Dash started to turn in the direction of the refreshments, and then paused. “Actually, she got Twilight to swear! How great is that?!”

Applejack grinned while Pinkie quietly expressed her amazement at the allegations of Twilight Sparkle profanity.

The blue pegasus continued after abandoning her plans to get replacement drinks. “Twilight went totally off the handle at her though. She says I visited her a second time last night, but you know how that egghead has an overactive imagination.”

“Yeah, ah hear that.” Applejack turned to Pinkie, motioning out into the crowd. “Why don’tcha go make sure she ain’t rainin’ on nopony else’s parade.”

“Oookie-Dokie-Loki! Let me know if you need anything!”

*Those two spend a whole lotta time together these days. I’m glad they’re finally getting over all that silly competition! They can both be the iron pony! Or maybe they’ll take turns. Oh well, they’ll figure it out. Hello again! Glad you like the punch! Not too much though, and I hope you’re not planning on flying for a few hours! Yes Lyra! I sure did bake that cake myself! No, just a pinch of hot sauce for a little extra kick! It does go nicely with the fudge doesn’t it? I just love this song, don’t you? Oh, there’s Mahara! Hi Mahara! What a silly pony, all wrapped up like a mummy. Maybe she really is a zebra and she’s hiding her stripes! No that’s silly, she’d have stripes everywhere, not just on her middle. She looks a little different though... When did she die her coat a lighter color? Oh, what is she looking at? Uh-oh! Twilight Sparkle is getting all grumpy with Fluttershy now! I hope I’m not too late!*

The yellow pegasus was evidently trying to back up, but with her backside pressed to the wall, there simply wasn't anywhere for her to go but down, so she crouched, doing everything in her power to make herself as small as possible. Twilight would not be so easily avoided, however.

"And you're just letting her stay with you? Fluttershy, I know you like helping ponies, but you don't know anything about that mare! What if she tried to hurt you?"

"But um... She... She didn't hurt me, Twilight..." Her tiny voice faltered, trying her best to argue with the purple unicorn. "She's... She's really... Nice... I mean, I um... I like her... A lot... And um..."

"For all you know she could be dangerous! It's one thing to make friends with somepony but to just let them stay with you without even really getting to know them first?" Twilight's expression was all serious business, not at all fitting for a party. "You're all the way out by the Everfree Forest, what if something bad happens to you?"

"N-nothing bad is going to happen, Twilight! You'll just um... You'll just have to trust me... Okay? Um... Please?"

Pinkie glanced back to where Mahara had been standing, only to find several other ponies in her place, the red mare nowhere to be seen. Twilight gave a grumble of defeat and stormed right past Pinkie Pie, then abruptly backed up until they were face to face.

"Pinkie, I have a special favor to ask you."

Rarity had rejoined Fluttershy, a drink and a cupcake for herself, but apparently nothing for her friend. The pudgy yellow pegasus eyed the cupcake intensively. Twilight craned her head into Pinkie's field of vision to recapture her attention.

"This is serious, Pinkie Pie!"

"Jeeze Louise, you're the mayor of Grouchville today! What kind of favor?"



"I know how much you *love* disguising yourself and spying on ponies. Well, I would like you to keep an eye on Fluttershy for me. Just to make sure she stays safe."

Pinkie raised a brow, jaw hanging partially open as she considered the request.

"Please? Pinkie, I wouldn't be asking you if I didn't think this was important."

"Okie-Dokie-Loki... But only for a day or two, okay? I'm sure Fluttershy wouldn't like it if she knew I was spying on her."

"That's all I ask. Thank you, Pinkie."

Twilight receded into the tipsy, laughing, whooping crowd of ponies, the music nearly inaudible over the ruckus of party goers.

*Maaaaybe I should have tried the spiked punch on a smaller group first... Oh well, everypony is having a good time, so that's the most important thing! Oh no, Twilight's grumpiness is contagious after all! Fluttershy is upset now too! And so is Rarity! This won't do at all! Fluttershy? Hey, cheer up now, this is a party! No? Okay... Oh, here comes Rarity.*

"This is as much your fault as it is hers, you know." Rarity's expression and tone came across as haughty, possibly because of her stance, with her head and nose held high.

"Whadda ya mean by that? I didn't say anything grumpy to Fluttershy!"

"She's... Pinkie, dear, she's practically a parade float. You and I both know that the metabolism of a pegasus is much more delicate than that of a unicorn or an earth pony, especially Fluttershy's. She has never used her wings as often as a typical pegasus, and she barely exercised *before* she went into that bout of post breakup depression. But bringing her pastries *to cheer her up* when she was just laying around for days on end?"

The pale unicorn sighed, shaking her head slowly. "It's as much my fault too, though. I should have said something sooner, before she could get this bad. What are we to do, Pinkie Pie? Seeing her like this breaks my heart."

“Rarity! Fluttershy isn’t bad at all! She’s also not a parade float, silly, she’s a pegasus!” The pink mare fell silent as Rarity’s frustration mounted.  
“What’s a meta-balsam anyway?”

Rarity made a noise that amounted to a ‘*hmph*’ and then disappeared into the crowd as well.

*That’s three friends who aren’t having a good time... Oh noooo am I coming down with the grumps too? Gotta stay positive... I’ll make sure everyone is having a good- Ooof! That’s okay, Berry Punch. Maybe you’ve had a little too much to drink though. Ditzzy Doo, don’t try and fly insi- Please be more careful! Lyra! Bonbon! What are you- Ohmygosh don’t do that here! That cake is for everypony, don’t feed the whole thing to her! Hey, don’t- Daisy! Lilly! Rose! Don’t dance around on the table like that, you’re going to- Oh no! Look at this mess! Yes Mister Cake, I know this is getting a little out of hand, I’m very sorry!*

“Yer **sorry**?!” Applejack’s voice, even if it dripped with intoxication, cut right through the noise of the party, everypony suddenly falling silent. “An’ jus’ what do ya have ta be **sorry** fer, huh?! Did ya’ll do this ta mah lil Applebloom?!”

For a moment, Pinkie Pie thought the blond mare was addressing her, but then she spotted Mahara slowly backing away from Applejack and her younger sister, Rainbow Dash putting a hoof on Applejack’s shoulder to try and stop her.

The pale red mare glanced around nervously, the crowd pulling away from her as she continued to retreat. “If apologizing to your sister for her misfortune is something you frown upon-”

“Yer damn right Ah frown upon it! Ah don’t want yew comin’ anywhere *near* Applebloom, understand?!”

“Leave her alone, sis...” With the party hushed, the red bowed filly was easily heard. “She didn’t mean nothin’ by it. She’s my...”

Mahara shook her head frantically, a motion which did not go un-noticed by anypony, and certainly not Twilight Sparkle or Applejack.

"She's your friend, right Applebloom?" Twilight stepped forward, advancing with Applejack, but without the drunken swagger. "She's been your friend for the last two nights now, hasn't she?"

"I don't know what you're talking about," Mahara quickly stated, trying to back her way toward the door.

"Twi didn' ask *you*." Applejack said with a snort, turning her attention back to Applebloom. "This tha same mare 's been bitin' ya?"

Pinkie held her breath for what felt like an eternity, Mahara staring intently at Applebloom, the little filly staring right back. Applebloom inhaled slowly, and was about to give an answer, but Fluttershy had apparently decided that things had gone too far.

**"That's enough!"** The yellow pegasus stood between Mahara and her accusers, glaring at the latter. "This is no way to treat a pony! Mahara may be different, but she's not a bad mare! I know it may be hard for you to see that, and I know that bad things have been happening recently, but I can tell you that Mahara is not the one responsible for any of them!"

Pinkie quickly looked back to Mahara, only to find that she was now staring down at the floor, her expression a mixture of distance and sadness. Fluttershy turned in time to see it herself, a bit of sorrow softening her expression as her fury began to subside.

"I should go," the red mare stated, simply and softly.

"I'll be joining you," Fluttershy replied, shooting another angry look back at Twilight Sparkle and Applejack.

Only Applejack seemed to be ashamed of herself. Twilight scoffed, looking vacantly toward the window, while Applejack slowly turned and trotted toward Applebloom and Rainbow Dash. All eyes turned back toward Fluttershy as she gasped.

"Oh no," whispered Mahara, her fragile words carrying across the room.

Berry Punch, now so drunk that she had decided to carry the entire punch bowl around with her, had evidently bumped into Mahara, spilling the contents of the bowl over the red mare. The drunk, overly protective parent mumbled incoherent apologies as Mahara looked over her bandages with wide eyed terror. Having taken the soaking hit directly, they began to come apart. Other ponies took notice as flimsy, soggy lengths of bandage fell away the red mare, collecting in a wet, tangled heap despite her efforts to keep them wrapped around her.

A wave of gasps and sounds of confusion broke the silence. The appendages sprouting from her back resembled wings, but on closer inspection, they were noticeably lacking in feathers, looking more like flesh folded in on itself in the shape of wings. Mahara turned in place, looking for a way to the door, but the crowd of drunken ponies surrounded her. The mumbled buzz intensified, ponies shoving each other aside to try and get a better look at the strange not-quite-wings attached where wings should normally grow.

“That ain’t natural...” stated Applejack from somewhere in the crowd.

“She’s not an earth pony, then?” someone asked through the rising commotion.

“She’s sure not a pegasus,” answered another pony.

Twilight stepped through the ring of onlookers, coldly staring down Mahara. Her horn began to glow.

“So what are you really, Mahara?” Twilight took another step closer, her horn glowing brighter. “And don’t think I didn’t notice what happened when you stepped into sunlight on the way to Rarity’s.”

Fluttershy was struggling somewhere in the crowd, trying to get to Mahara. “She has a skin condition!”

Mahara backed up against the crowd, some ponies stepping aside, others more interested in keeping the red mare in the circle, apparently finding empathy with Twilight’s prosecution.

“A skin condition that turns her white as a ghost the moment she steps outside? There’s more to this than you’re willing to tell her, isn’t there? What about your fangs? What about those *things* growing out of your back?”

“She was attacked by griffons!” Fluttershy had nearly shoved her way into the circle. “Leave her alone, Twilight!”

“Twilight, dear, Fluttershy is right.” Rarity was only barely visible through the crowd. “This is all a bit too dramatic...”

“So she’s a little weeeeird,” Pinkie Pie warbled, standing on her hind legs. “She just looks weirder than she acts is all! We’re all a little weird! Hey, I’ve got a song just for this!”

“Oh, Pinkie!” cried several ponies, including Twilight Sparkle and Rarity. “Don’t!”

The pink mare took a deep breath, grinning from ear to ear.

“Weeeeeeeell some of us stay up too late with noses stuck in books;

And some of us are way too into how we dress and look!

Some of us are way too loud and maybe play too much;

And some of us keep voices down and wouldn’t want to fuss!

But maybe that’s the secret to what makes us such good friends;

And being weird shouldn’t be feared cause that makes friendships end!

So lend an ear and listen clear cause what I’m telling you

Is something all of you should know and believe to be true!

Weeeeeee’re all a little weird round here but hey that’s nothing new!

Don’t let those quirks and kinks you’ve got make yourself feel blue!”

Attention gradually shifted away from Pinkie, only to find that Mahara had vanished without a trace, save for the wet bandages still tangled on the floor. Fluttershy continued to push through the crowd, finding it easier as everypony realized that the object of curiosity had somehow left. Without pause, the yellow pegasus continued to make her way to the door.

“Where’d she go? Did she like my song?”

V ^ ^ V

# Chapter Three

## Predatory Behavior

Big Macintosh had gone straight back to Sweet Apple Acres after leaving the doctor's office. The thought of a party after watching Applebloom have some kind of seizure, not once, but twice in the same day had brought his mind to much darker pastures. The sun was on its way to the horizon, but there were still a few hours to go before twilight by the time he finally pushed passed the front door of the Apple family's humble dwelling. His mind lingered in the open doorway.

*Should Ah have stayed with 'em? He looked back down the path, Ponyville only faintly visible in the distance. AJ an Rainbow Dash are tough girls, but... Dammit... Ain't much Ah can do 'bout it now, 'cept maybe meet em half way here...*

The red stallion turned from the door and bucked it closed. A tremble ran down his spine as his thoughts drifted back to Applebloom.

*Whatever the hell attacked mah lil' sis; it comes round here again, Ahm gonna make damn sure it takes a long dirt nap.*

While exceedingly uncommon in the ordinarily peaceful land of Equestria, firearms were certainly a reality. Big Macintosh happened to be the owner of one of them. On the highest shelf in his closet, locked away within its case, there rested a well polished double barreled shotgun. Macintosh had acquired it not long after watching his home and barn devoured by parasprites. The threat of diamond dogs, while very remote, was also a contributing factor in the purchase. He had not purchased it from another pony, however. Firearms of any sort, beyond fully fledged cannons, were entirely of griffon design. Such being the case, Big Macintosh had become the proud owner of a 12 gauge shotgun only as the result of a chance encounter with a griffon merchant passing through Equestria.

Admittedly, he could count the number of times he had actually fired it on his hooves, but he had been proficient enough blasting apples on a fallen tree at the time. Slowly, he looked over the weapon as it sat snugly in its

opened case, a box of shells settled in a recession in the corner. Handling it was extremely awkward, given his lack of fingers, and he had found it necessary to remove the trigger guard in order to nudge the trigger with his forehoof. The only practical way to use it was to rear up, cradling it in his forelegs, effectively firing from the hip.

*'s hurtin' Applebloom.* Mac placed a hoof on the stock, admiring the exotic instrument of destruction before him. *Whatever it is, Ah gotta kill it 'fore it can hurt her again. 'fore it can hurt anypony again.*

Macintosh shut and locked the case, sliding it under his bed rather than lifting it back to the closet shelf.

Feeling exhausted from a combination of sleeplessness and the stress of time spent bedside with Applebloom, Mac decided to rest his eyes, lying back on his bed while he waited for his sisters and Rainbow Dash to return home.

He felt as if his eyes had been closed for all of ten seconds when Wynona started barking furiously in the next room. The click of the front door brought him back to his hooves. Outside, he could see the sun dipping below the tree line, painting the sky a rich pink.

*Guess Ah musta dozed off there...*

"Anypony there?" The silence stretched on for several moments. "Hello?"

A familiar, scratchy, feminine voice replied. "Hey Mac. Just me."

Rainbow Dash, apparently.

"Oh, alright... Where's AJ an' Applebloom?"

He could hear her coming down the hall, the sound of her hoofsteps getting louder the closer she got.

"They'll be here soon. I'm just scouting ahead to make sure everything is safe. You find anything out of the ordinary?"



“Nope. Well... Ah kinda took a nap, actually. Never got ‘round to checkin’ the place fer... Whatever it is been causin’ all this trouble.”

She was right outside his door now. Big Macintosh had closed the door so that Granny Smith didn’t stumble in on him checking on his shotgun. Applejack was the only other pony that knew he had bought it, as well as where he kept it hidden and where he hid the key. Considering the circumstances, he decided it couldn’t hurt if Rainbow Dash knew as well.

“Yeah? Don’t worry about it. The party ended up going south anyway. Pinkie is a little upset about it, but, you know. Oh, and AJ is kinda drunk, just a heads up.” There was an awkward pause. “You uh... Mind if I come in?”

“Sure, Ah was fixin’ on showin’ ya somethin’ anyway. Ya can’t tell Granny Smith or Applebloom or anyone else ‘bout this though, okay?”

The door opened just enough to allow the blue pegasus to slip inside. Mac glanced back to the bed as Dash came up beside him. Something immediately felt wrong. Without turning his head, the red stallion did his best to get a look at Rainbow Dash, doing everything in his power to suppress the chills working their way through his body.

“What’s up? You’re bristling and stuff.”

Emerald green. He quickly averted his eyes, directing them back to the foot of his bed.

“Ahm jus’ on edge ‘s all. This whole thing ‘s jus’ givin’ me the jitters. Anyway, Ah betcha didn’t know Ah owned a gun, didja?”

“Woah, what? Where? When did you get a gun?”

Slowly, Big Macintosh pulled the case from under the bed. Dash stayed put, but he felt as if she were looking right through him, her presence sucking the warmth out of the room, trying to pull him in too.

“Well, ya remember when that bandit broke in an’ stole the profits from our harvest a few months back, dontcha? Got it not long after that.” Lying didn’t sit well with him, but he felt it a necessary evil given his situation. “A griffin

decided ta take a rest from his travels here on the farm. Traded it fer food an' water."

He took a deep breath, trying to slow his heartbeat, trying to calm himself as he turned the key, nudged back the cover. Polished steel and maple stock glistened in soft glow of the setting sun. As he extended his hoof to the case again, intent on removing the shotgun, he felt a warm breath against the side of his neck, followed by something wet.

A tongue. A blue forehoof flipped the lid closed before he could touch the felt lining, shoving the case back under the bed.

"You don't really think I'm that stupid, do you?"

The red stallion snorted. "What gave me away?"

"Do you mean your lie about the bandit or the way you were telegraphing your motives to me through your body language? I'm sorry to say that subtlety isn't your strongsuit."

"Eeyep..."

A short burst of laughter drifted from the mare's lips to Macintosh's ears. "And what gave me away, then?"

"Ah talked to Twilight this mornin' when she came round the doctor's office. Mentioned somethin' 'bout how there might be some connection 'tween the creature behind the attacks an' the color a her eyes. Right 'bout now Ah'd say she's onta somethin'."

Despite the situation, Big Macintosh found himself grinning. "An' Rainbow Dash may well be attached at tha hip to Applejack. Dash showin' up here by herself ain't exactly ordinary."

He turned, as slowly as he could, to face the creature posing as the blue pegasus. His gaze was met with brilliant green irises and vertical slits for pupils. Twilight was definitely onto something.

"So what're ya gonna do to me?"

“My original plan was to seduce you, but I guess I came at the wrong time.”

“Any time ya picked woulda been a bad time. Rainbow Dash ain’t mah mare.”

Macintosh shifted his weight to his fore hooves, twisting away from the imposter as his back end lifted into the air, hind legs drawing in for a strike. With a grunt, he bucked with all his might. A wet crack split the air as his hooves made contact with blue furred flesh, a dry gasp given in startled response. The imposter was thrown against the door with such force that it splintered, wooden fragments projecting from her sides like acupuncture needles.

“An ya’ll sure as hell *ain’t* Rainbow Dash.”

He had landed half the kick on her breast while the other hoof had struck her left shoulder, and though her flesh was visibly torn from impact, even though he had heard her bones crack, she was rolling back to her hooves, her eyes narrowed, ears drawn back. Rivulets of blood trickled slowly from her wounds, standing out against the soft blue of her coat.

“Yes, we’ve established that, I think.”

V ^ ^ V

Ponies gradually filtered through the doorway as Fluttershy left Sugarcube Corner in her wake, the sound of drunken celebration continuing as feverishly outside as it had within the shop and home of the Cakes. Somewhere in the ruckus was Pinkie-Pie trying her best to calm everypony down, her shouts and pleads barely audible. The sun had begun flirting with the horizon, thick, rosy clouds drifting lazily through the skies over Ponyville. Several birds swooped passed the timid pegasus, bidding her goodnight on their way to their respective nests. They were specks in the distance before she could ask them if they had seen Mahara, though she knew that small animals of all sorts seemed to avoid the red mare like a plague.

The pegasus swiveled an ear at the sound of approaching hooves. Fluttershy turned to find Rarity not more than a few paces away. Already,

she felt a sinking feeling, preparing for another round of thinly veiled insults. She cast her gaze downward, focusing on Rarity's hooves.

"That was certainly one of her more interesting parties, though I think it's for the best that it came to an end when it did, even if it was rather abrupt." Rarity paused, glancing around the pegasus. "I don't suppose you've caught up to Mahara?"

"No... I um... I'm worried that she may have left town after being embarrassed like that..."

"Poor dear... Well, I should hope she didn't. After all, I never even got to finish her dress." The purple maned unicorn tapped the ground with a forehoof. "Fluttershy, I... Well, maybe it will be better left unsaid until tomorrow. You *are* still interested in going to the spa with me, aren't you?"

The sinking feeling inverted immediately, a feeling of optimism blooming in Fluttershy as she raised her head, looking Rarity in the eyes.

"Of course." The timid pegasus smiled delicately. "Why wouldn't I be?"

"I'll admit I've been acting a bit brashly toward you as of late. I hadn't really considered it until I watched Twilight Sparkle dig into Mahara, but... I'm sorry. I'm very sorry for the way I've been treating you." She paused again, turning her gaze down the street, toward her shop. "You'll forgive me for leaving it at that for the time being, I hope. I need to return home and take care of Sweetie Belle."

Before Fluttershy could respond, she found herself between Rarity's forelegs on the receiving end of a squeeze.

"Don't stay out too late now. I'd hate to have to cancel our reservation!"

The pale unicorn parted ways with Fluttershy, vanishing around a bend, but Fluttershy felt a wave of happiness come over her. A warm tear rolled down her cheek. Her best friend, it would seem, didn't hate her after all.

*Of course she doesn't hate me. The pegasus told herself. She's been acting this way because she's been worried about me. Even if being kind of mean was... Well... Mean, it was her way of showing her concern. That's...*

*That's okay though. I understand and I forgive her! Maybe I'll try jogging with her again. I'll just tell her that I need to take it slow. She'll understand that, won't she?*

Crickets filled the air with their dry song, replacing the chatter of birds, supplemented with the occasional shrill, distant cry of a bat or fox. The party had apparently dispersed, considering the quiet that had come over Ponyville. Fireflies floated dreamily through the air, blinking a shade of green that reminded her of the red mare's eyes.

In Mahara's absence, the pegasus took another look at Twilight Sparkle's fanatical claims. The creature that had bitten Applebloom and Scootaloo, possibly the same creature that impersonated Rainbow Dash at the library, was reported to have eyes strikingly similar to Mahara's.

*But if the creature can impersonate other ponies, what would stop it from mimicking Mahara's eyes to use her as a scapegoat?*

There was also Mahara's aversion to entering a new place without permission. Twilight had suggested this was also a quality of the creature. Fluttershy again found herself pondering the reverse. It would be so easy for some kind of intelligent monster to get everypony to single out Mahara based on her differences in behavior, especially considering how recently she had arrived.

*But what about her fangs? More importantly, if Mahara is the one behind all this, why hasn't she tried to hurt me yet? There is the possibility that Mahara is just using me... Maybe if she avoids hurting me, she thinks I'll defend her, like I did earlier... The pegasus felt her blood run cold at that thought. What if she's the monster after all and I defended her? What will everyone think of me then?*

The buildings thinned out the closer the pegasus came to the edge of town. A soft glow of light flickered on a distant hill, just above the trees. Angel was waiting for her back home and Mahara as well, she hoped. In the last remaining rays of sunlight, the pegasus fell victim to mixed emotions, gleeful that Rarity had invited her to spend time at the spa while maintaining concern for her yet to be located companion.

A twig snapped underhoof, made her jump. Taking Rarity's advice to heart, Fluttershy picked up the pace, trotting down the path just shy of a gallop. The shadows stretched for her, the mouth of darkness yawning wider as the sun became a sliver of light on the horizon. Something raced through the sky above, little more than a blur out of the corner of her eye.

Cautiously, Fluttershy slowed to a stop, scanning her surroundings for any sign of movement. She suddenly, strangely, found herself hoping that Mahara was the pony behind the attacks.

*If it is her, maybe I can reason with her. If it isn't her... Well, hopefully I can still reason with whatever it is... It hasn't killed anypony... Yet...*

The cottage lay just ahead, placid as always. With a soft tremble, the pegasus approached, putting a hoof to the door and pushing it open.

Replacing her anxiety was a sudden, overwhelming feeling of joy at the sight of the red mare sitting neatly on the couch.

"Are you... Um... I mean... I'm so sorry! I'm sorry about what happened!" Mahara's eyes widened as Fluttershy swiftly crossed the room, coming to a stop with a hug. "I'm so glad you didn't leave..."

"Why would I do that? Twilight has every right to be suspicious of me."

The timid pegasus froze in place, then slowly retracted her forelegs. "She... She does?"

An icy chill found root in her chest, spreading through her body.

"I'm new, and it's easiest to blame the newcomers whenever something goes wrong. She's not behaving any differently than I would expect any pony to behave if they're afraid."

Fluttershy heaved a silent sigh of relief, her blood thawing. As carefully as she could, the pudgy pegasus lifted herself onto the couch to join her companion. She received a nuzzle for her effort.

"You um... You don't understand, though," continued Fluttershy. "Twilight is usually one of the more level headed ponies that I know of. There was this

one time where everyone was afraid of this zebra, including me, and Twilight was the one to try and talk sense into all of us.”

The pegasus sighed, resting her head against the side of Mahara’s neck.

“But no one was being hurt when everypony was still afraid of Zecora... I guess that’s the big difference here.”

“Do you think she would stop being so aggressive toward me if Applebloom and Scootaloo weren’t being attacked?” The red mare’s voice seemed swollen with hope.

“I... Well, I hope so. She isn’t one to dislike a pony, or any creature, just based on appearance. She must really think you’re the one responsible if she’s acting this way... And I... Um...” The pegasus began to blush, lightly pawing Mahara’s breast with a forehoof. “I’ll admit, I thought... That is... A few times, I wondered if you were the one behind the attacks, too... And I’m sorry for thinking that...”

Fluttershy looked to find the red mare sad and distant, avoiding her gaze for several moments.

“It’s alright... No harm done in thinking. You didn’t act on your suspicions, at least.”

The pegasus nodded, nuzzling in close to deliver a little kiss. “Oh, I talked to Rarity before I came home...”

“The pale unicorn with the curly purple mane and the diamond marks, yes?”

Giggling softly, Fluttershy confirmed with another nod. “That’s Rarity. She wanted to go to the spa with me tomorrow. She um... She hasn’t wanted to do that in a while. It used to be a kind of weekly ritual we had, before um... Well, you know... Before I...”

“Ah... Yes, I noticed a bit of that while we spent time with her.” Mahara shifted, as if uncomfortable. “Now I’m the one who needs to apologize. I should have said something. I guess... That makes us even?”

"I guess... And I'm not mad at her or anything... I know she only does it because she cares... Anyway, she apologized to me about the way she's been acting. At least, I think that's what she apologized about. She wants to talk to me about it tomorrow."

"That's good. I hope everything works out between you and her. If you don't mind my asking, though..." Fluttershy lifted her head, bring her gaze to meet Mahara's. "How *did* you get like this?"

The pegasus blushed again, much more intensely this time. "I... Well... It's... Okay, um... I guess I'll start from the beginning.

"I told you that I've been in a relationship before... Well, that relationship was my first..." The pegasus took a deep breath, a slight tremble building as she continued. "His name was Lucky, but he liked it when I called him my Clover... And..."

She paused again, inhaling slowly through her nose. "I liked it when he called me his Butterfly... I um... I got to know him during last year's Winter Wrap-Up. I had met him before, and I kind of got the feeling that he was interested in me, but I was always too shy to say anything. Well... That was the day I finally decided to speak up. He was almost a little startled that I was talking to him, but, well... One thing led to another, and we decided to try and spend more time together.

"Rarity was so excited about it, and so was everyone else. I think Twilight and Rarity were a little jealous that I got a coltfriend before either of them, but, they were happy for me just the same." She laughed a little, closing her eyes.

"Pinkie wanted to throw a party, but I told her that she didn't have to. Anyway... He and I, we went on a few dates, and then a few more... We started visiting each other a lot more often at home... Spending whole days together... Spending nights together looking up at the stars... Sometimes... Sometimes I... Um... I felt like I was going too slow for him, like he wanted more from me, but... My first kiss..."

Fluttershy laughed again as she lost herself in a memory, shifting a bit to get more comfortable. The red mare nudged her gently, bringing her back to reality, smiling as she met Mahara's curious gaze.



“Sorry... Just, I was so awkward... I had never kissed anypony before. I kept asking if I was doing it right, and he just smiled, shook his head, and asked me to let him show me. That... That was when I knew I loved him. I decided then and there that he was the one for me. I know that sounds cliché, but... At the time, that was how I felt. The months went by... I got better at kissing...”

She paused, blushing slightly, then continued. “Part of me dreaded what was coming, but... I trusted Lucky. I really did. So, one starry night, while we were laying on the hill looking up at the night sky... He um... He decided to take our relationship to the next step. Maybe I wasn’t ready... Maybe I should have told him to wait... But I just couldn’t say no to those blue eyes of his. I was in love, and I told myself, *this is what mares and stallions do when they’re in love...*”

Mahara’s expression hardened, brow furrowing. “Did he... Force you?”

“No... Goodness no, he would never do that... As much as I was afraid, there was an even bigger part of me that wanted it. So... Um... I let him show me how it was done... I’m not going to lie, I liked it. I really liked it, but... Things changed after that. We made love a few more times, but it felt different, at least for me. Then um...”

The pegasus inhaled sharply, her voice beginning to waver. “He stopped seeing me as often... We didn’t go out on dates anymore... It felt like I was just there, waiting for when he wanted me around. And then one day, Rarity told me she saw him talking to another mare. *Kissing* another mare. I... I just didn’t understand.”

A few tears rolled down her cheeks as she struggled to keep herself from sobbing.

“I asked him, *why*, and he had this look, like I was a total stranger. He didn’t apologize... He just said, *it was fun while it lasted*, and... He... He left... Never looked back... He was done with me and that was all there was to it...”

A shuddered gasp escaped her throat, pressing in tightly to Mahara as the red mare wrapped her forelegs around the pegasus. Fluttershy had not finished her story, however.

Choking back the quiet sobs, she took a deep breath and continued.

“After that, I just stopped caring about... Everything. I barely made the effort to feed the birds, Angel had to feed the rabbits and the other animals himself... I just sat in bed all day, crying, watching the shadows on my wall... I thought maybe I had done something wrong, maybe it was my fault somehow... I wanted to understand why he had cheated on me... I loved him, even after what he had done, but... He just didn’t love me anymore, I guess... My friends would come by almost every day to try and cheer me up... Pinkie would bake cakes, Twilight would read to me, Applejack and Rainbow Dash would tell me stories about when they were younger, or their most recent adventures...

“Rarity, though... Poor Rarity... She practically moved in, trying to keep me company, asking me to go into town with her, or help her with dress designs... Seeing me like that, it really scared her, but... I just didn’t care anymore. I had finally come out of my shell, and what did I have to show for it? So, I just sat there, barely moving, staring at my wall, or shuffling around like a zombie when I made the effort to leave my bedroom... And that’s how things got even worse...

“A pegasus is supposed to fly around a lot and burn lots of energy, but... I’ve never really been a strong flier, so if I could walk to where I wanted to go, I would. That has never really been an issue before because I tended to eat light... But um... Once I stopped leaving my house... Not even getting out of bed some days... The weight started piling on really quickly... I noticed it, of course... But I was too miserable to really do anything about it until it was too late...

“At first, Rarity didn’t really say anything about it. Everypony’s weight goes up and down fairly often, so maybe she figured I would drop the extra weight once I was back to normal... When I didn’t, though, she started to um... She started looking at me differently. She understood that I was going through a rough time, but, after months of trying to help me, I could see that her patience was wearing thin... I could tell just in the way she started acting. She stopped visiting me as often... She started jogging

every morning and would always ask if I wanted to join her... She convinced me one day to leave my house and go to the spa with her... That was the last time we went to the spa together..."

Now shaking noticeably, Fluttershy's voice began to waver again, closing her eyes tightly for a moment to fight back the tears and the echoes of past sadness. She felt a hoof slide along her back, finding the touch soothing enough for her to continue.

"Rarity did most of the talking, and... I just sat there, not saying much of anything. Then she um... She just glared at me, then she got up and left me there... I was stunned, too stunned to cry at first, because she had never done that to me before. Then I realized that it was happening again... First Lucky, and now Rarity... I followed her out, and she was toweling off, ready to just leave me at the spa. She said that unless I was willing to do something about my weight problem... Unless I was willing to actually let her help me... She wouldn't be spending time with me anymore.

"I had started crying by then... That was when everything kind of clicked... I realized I was in danger of losing another pony that I really cared about, so I agreed to try and lose the weight, but... Well, you can see how that went. When we finally did go jogging together, I think I lasted for about fifteen minutes before I was done. I just gave up and went home... And Rarity went on without me."

The pegasus paused, heaving a deep breath as a few more tears rolled from the corners of her eyes. Mahara opened her mouth to speak, but Fluttershy shook her head, exhaling slowly.

"Rarity never really stopped talking to me... I would still see her around town, but... Things were um... Things were different after that. She became distant, and at times, I think she has been cruel towards me on purpose... But what else could she do? She wanted... She tried to help me... And I failed her... I was still a little depressed for a while after that, but... What happened with Rarity was kind of a wakeup call. I didn't want to lose anymore friends, so I started forcing myself to leave the house. It got easier over time, and... Eventually things kind of went back to the way they were... Excluding my friendship with Rarity..."

“Instead of asking me to exercise, Twilight offered me a few books she had on weight management, and that helped me a lot. She never really stopped offering me books, though. She kept finding newer medical studies or books about overcoming depression, and every time she would see me, she would have saddle bags of books for me to take home, even if I only needed the first few she gave me. And... That’s pretty much the way things have been recently... I’m too heavy to fly now, and I don’t really have the endurance for exercise, so all I can hope to do is watch what I eat... I’m pretty good about that, usually. All of the books told me that starving myself is the worst thing I could do, so... I have little snacks every now and then...”

Without realizing it, the pegasus had fully leaned herself against Mahara, but the red mare supported her without a complaint. Mahara was mostly quiet, still rubbing Fluttershy’s back with a forehoof. Outside, a velvet blanket of darkness had fallen over the landscape. Stars twinkled against the milky black emptiness and the moon glowed softly just out of sight from the window frame.

After a few minutes, Mahara gently lifted the veil of silence. “For what it’s worth, I’m sorry about what happened, with Lucky and Rarity, but...” The ghost of a smile found its way to her lips. “You’re very fortunate to have such good friends, even if some of their efforts to help you hurt a bit in the process. Sometimes your friends do things for you that you never asked for to begin with... And... Sometimes love can be painful...”

The red mare’s expression became grave and distant, gazing out the window, the pale orb of the moon reflected in her gaze.

“Have you...” Fluttershy let her words fade, but found the resolve to continue her question. “Have you ever loved anyone?”

Mahara returned her attention to the pegasus. “Yes and no... It was a long time ago and my story, like yours, does not have a happy ending. I would prefer to tell it another time, if that’s alright with you.”

“I understand...” Taking a deep breath, Fluttershy prepared her next question. “Do um... Do you love... Me?”

“You’re very silly for asking a question like that. We just met the other day.” The red mare smiled, gently nibbling a yellow furred ear. “We’ll just have to see where this goes for now.”

The pegasus found relief in Mahara’s statement, smiling, nodding in agreement. Love was a four letter word with as much potency as an expletive, after all. All she could do for the moment was enjoy that moment.

Fluttershy lost track of time after that, closing her eyes, enjoying the warmth and the feel of her companion, listening to the beat of her heart and the swell of her lungs. Her thoughts drifted during that indeterminate span, imagining how life would be different with another pony around for the long term of things. More importantly, another mare. While not a subject of persecution, the idea and practice of same sex relationships was treated cautiously in Equestria. Lyra and Bonbon had made their love for one another publically known not long after they had decided to be together, or so she had heard. While most ponies were supportive, there were ponies that viewed the pair in a different light afterwards. The idea that a stallion or mare may secretly harbor feelings for friends of the same gender made some ponies uncomfortable.

*But I can’t blame them for that, she mused. If Rainbow Dash suddenly told me that she was attracted to me... Well, maybe I wouldn’t be so uncomfortable about it now, and she’s... Nice... Just, not my type...*

Rarity was one of those ponies, unfortunately. Her faux pas with Prince Blue Blood had not made her any less determined to find a stallion to call her own. The idea of mares being with other mares and stallions being with other stallions seemed to confuse Rarity, possibly because of how unorthodox it was considering the otherwise mostly heterosexual population of Ponyville. The irony, in Fluttershy’s opinion, lay in the fact that both Photo Finish and Hoity Toity, ponies that Rarity had so badly wanted approval from, were clearly in favor of relationships with ponies of their own respective genders.

If there would be any dissent over Fluttershy’s mutual feelings for Mahara, it would come from Rarity. If the rumors about Applejack and Rainbow Dash were true, however, she could expect support from both of them. Or at least Rainbow Dash, considering Applejack’s apparent apprehension toward Mahara.

The red mare stirred softly, bringing the timid pegasus out of her thoughts.

“It’s getting late,” Mahara began. “If it’s alright with you, I’m going to get some sleep.”

An impulse to keep an eye on the red mare found purchase in her mind. With as much guilt as resolve, she decided that it was in everypony’s best interest that she make sure Mahara spent the night under her watch. At the very least, it would quell any doubt that her companion wasn’t the one responsible for the recent string of attacks.

“It... Um...” Fluttershy kicked herself, mentally. This was something that had to be done. “Is it alright... If I um... If we... I’d like to sleep with you, tonight...”

The pegasus could feel her face radiating fiercely, but Mahara simply quirked a brow.

“I thought we agreed to take this slow. That’s kind of inappropriate given what we just discussed, I think...”

*Does she think that... I want to...* The pegasus felt her breath catch in her throat. *Oh! Oh goodness!*

“No! Not that I... Um... You’re very... Just want to... Sleep next to you... If um... If that’s alright...”

“Yes, it’s more than alright.” Mahara smiled, nuzzling Fluttershy between the ears before slipping over the edge of the couch. “Just sleeping next to me, then.”

The pegasus, still blushing, followed the red mare to the mattress. Angel turned off the lights for them, then went off to bed himself. As she lay there, wrapped in a gentle embrace, she smiled and rested her head against Mahara’s breast. A steady heartbeat lulled her to sleep.

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Rainbow Dash was sober enough to see Applejack and Applebloom home without any assistance, and Pinkie Pie had set to work trailing Fluttershy not long after she had successfully dealt with the remaining drunken partygoers. This left Twilight Sparkle with little more to do than return to the library and defend the book that she assumed the creature had every intention of obtaining. And if the creature wanted it so badly, then Twilight had every intention of learning why. Preparations needed to be made beforehoof, however.

Directly overhead, dark clouds blotted out the evening sky, while the horizon appeared mostly clear. While leaving Sugarcube Corner, Pinkie Pie had likened them to floating cotton candy, to which Rainbow Dash replied that Pinkie was *so random*. Twilight had more pressing issues on her mind.

“Spike?” she called at the door of the library. “Spike, I’m coming in now...”

“Okay Twilight!” the dragon shouted from within.

Sighing, she unlocked the door and stepped inside.

The unicorn was pleased to find the library as she had left it, locking the door behind her. Everything was in proper order, all her notes were carefully filed, and the book sat ominously on her table.

She heard Spike from the kitchen.

“Twilight! I... Rats, I forgot what I was going to tell you. It was something important, I think. Maybe it was about Owlowiscious.” The pint sized dragon peered out around the corner. “You know he killed another mouse today? Don’t tell Fluttershy, though. I don’t think she would like to hear that.”

“You were supposed to check my eyes before I came inside, remember? Is that what you forgot?”

The sound of a clattering pan rung out from the kitchen doorway. “Oh! Sorry, it slipped my mind. Won’t happen again, I promise! That’s not what I was going to tell you though. I’m pretty sure it was about Owlowiscious...”

Through gritted teeth, Twilight shouted, “Spike!”

The dragon cringed slightly, abandoning whatever he was doing in the kitchen to give the unicorn his full attention.

Rubbing the side of her head with a forehoof, she started again. "Sorry, sorry... Owlowiscious is an owl. That's just what owls do. Asking him not to hunt would be like asking you not to eat gems."

The shock on Spike's face brought a smile to hers. "Not that I would ever ask that of you."

"Oh, phew... Okay... Thinking... Oh! Fluttershy did stop by today, before the whole mouse thing. She was looking for you and I told her you were at Redheart's clinic."

"I still need to get those quills from her," Twilight remarked as she floated a piece of parchment out of a stack.

"She had a friend with her too." Twilight dropped the parchment and a bottle of ink while Spike continued, oblivious. "She seemed nice at first, but the longer I looked at her... You know that twisty feeling you get in your stomach when you eat something you shouldn't?"

"You didn't invite her in, did you?!"

"What? No, of course not! She gave me the creeps." Spike shuddered before continuing. "Also you told me not to let anyone in without your permission. Ha! See, I did remember! I just forgot that I remembered is all."

For the first time in what may have been one of the longest days of Twilight's life, second only to her first day in Ponyville, the unicorn felt as though she could relax. She thought back on that.

*Has it only been one day? No, three... I just barely slept for two days... Three days, and two fillies have already had to get medical attention because my curiosity got the better of me...*

Even if she could relax, the unicorn had lost any real desire to do so. Every moment she didn't spend toward resolving the situation at hoof was a moment another pony might be injured. The attacks hadn't been particularly violent, but Twilight was certain that wouldn't last.



Sighing softly, Twilight took a seat, propping herself up on her knees. An overwhelming sensation of exhaustion came without warning, her eyelids growing heavy. Spike had come to her side sometime after she had entered her hazy stupor. The feel of his hand against her side helped shake it off.

"Twilight, you're not looking too good. You should really get some sleep."

The unicorn gave a sleepy smile. "What would I do without you, Spike?"

"Write your own letters?"

"Oh, you know what I mean" she giggled, shaking her head. "Since you're such an excellent assistant, though, how about you help me with one more letter before we go to bed?"

The dragon went rigid, struck with an epiphany. "That's what I was trying to remember! The Princess responded to your letter!"

Twilight felt her second wind come with news of a reply. Spike hastily retrieved the scroll, only to have the unicorn snatch it from his grasp and zip it to herself via magic before the dragon could deliver it by hand.

"Sorry," she mumbled as she opened the seal.

*"To my faithful student, Twilight Sparkle,*

*"I should begin by saying that I'm very sorry for having taken so long to respond. It would appear that the weather around Equestria has been acting strangely for the past few days, and so I've been very busy with the pegasi of Cloudsdale in an effort to find a solution to the situation. We're making progress, if a bit slowly. I'm giving a great deal of consideration into recruiting you for the task force we've assembled in response to the issue, as I'm almost certain that a unicorn of your skill and potential could comprehend cloud focused magic in no time.*

*"As for your own cause of distress, I can only suggest that you stay vigilant. It's true that concealment spells can be used to hide objects in places that should not normally be large or sound enough to contain them, such as*

*within a book. Unfortunately, if you're unsure of what you're dealing with, there isn't much that I can do to help. As long as no pony is being harmed, perhaps your worry is for nothing. As you put it yourself, it may have been your imagination."*

Twilight set the letter down, then glanced across the room. The book was inanimate, dead weight resting on the table, but she could feel it beckoning, sucking the life and warmth out of the space around it. Spike watched with concern and curiosity as she got to her hooves and crossed the room, never once taking her eyes off of it.

"It's forbidden knowledge, Spike. An apple laced with poison."

"Twilight?" The dragon followed slowly in her wake, brow furrowing as his concerned turned to fear with her words.

"I should never have opened this book, but now that I have... I'm going to have to open it again if I want to have any chance at ending this nightmare."

The unicorn froze in place, eyes wide as a memory flashed in her subconscious like lightning, then vanished again before she could comprehend it. She reared up, both forehooves on her face as she gritted her teeth, a breath away from screaming with frustration. Again, Twilight felt her draconic familiar's touch, releasing the sides of her head and returning to all fours.

"Twilight, please, I know you feel responsible for what's happening but you're not going to be helping anyone if you keep doing this to yourself." Spike turned his gaze to the floor, where he evidently found the words he needed to continue. "It's already getting late. Get plenty of rest, and tomorrow, we can attack this thing together. Okay?"

She responded first with a hug, cradling the dragon with a foreleg, and then with gentle words.

"Okay Spike. You're right. If we're going to beat this monster, I need to be at my best."

The book continued to beckon, but Twilight found it much easier to ignore. She indulged one last look before following Spike up the stairs. Her hooves felt so heavy, and her bed couldn't have looked more inviting. The dragon was still climbing into his bed as Twilight gracelessly flopped down, letting out little more than a grunt.

"We have a lot of things... to do tomorrow, Spike..." the unicorn mumbled. "Zecora might... know more... reply to... princess... read..."

And for the first time in a long time, Twilight was fast asleep before Spike had even touched the pillow.

V ^ ^ V

Everypony slept peacefully that night. Everypony except for Pinkie Pie. Ever watchful, covered from head to hoof in leaves and sticks, she kept an eye on Fluttershy as she was asked. Excluding a few tosses and turns from either mare, neither Fluttershy nor Mahara left the bed. The sight of the red mare wrapping her forelegs around Fluttershy in her sleep was almost too cute for Pinkie to handle. Almost.

*That pegasus must be like a big teddy bear, all soft and squishy. I wish I was in there. Well, maybe not. Mahara probably wouldn't like that. I'm glad she and Fluttershy are such close friends already, though. I wish I had a friend like that. Well, maybe not exactly like that. Kissing another mare would be weiiiird! Kissing a stallion would be just as weird though! All those tongues rolling around and mushing against each other. But, maybe it's more like a super secret hoofshake that you only do with your absolute closest friends. I'm kinda jealous now, actually! I wish I had somepony to do super secret tongueshakes with! Somepony to hug when I'm asleep! Maybe I should get on that. I wonder if there's a way to throw a party about wanting to have a super best friend to tongueshake and sleep hug.*

A cool wind blew by, chilling the pink mare and rustling her disguise. A warm bed was more than appealing, but, as with all favors she agreed to, she had Pinkie Pie sworn that she would make sure she did what was asked of her. But, Pinkie reasoned that if Fluttershy was asleep, she could at least rest her eyes for a few minutes. It wasn't until she was letting her eyelids droop that the pink pony realized just how tired she really was.

Pinkie's bedroom was full of gifts and balloons.

*And I, Pinkie Pie, will throw the greatest party Equestria- No, the whole world, has ever seen! A party fit for a king! Or a queen! Or both Princesses! A party that will never end!*

She spoke into a mirror.

*That will show you. You'll never have any reason to doubt my friends ever again after I throw that party. I'll have so many friends, and the friends I had before will love me even more afterwards!*

Her reflection glared back.

*Yes, I see you in there. I'm sick of you putting all those mean, nasty thoughts in my head. You have no place in my parties, or in my life! I'm going to get rid of you, just you wait and see!*

The mirror cracked.

Everything was bathed in a soft, pale glow when Pinkie finally opened her eyes again. The moon hung bright and full in the sky, illuminating the countryside for miles around. A few bats swirled over a nearby pond, but the air was still and silent otherwise.

Despite having fallen asleep with her face pressed against the glass, it wasn't until Pinkie remembered that she was wearing a disguise that she also remembered she was supposed to be watching Fluttershy. Peeling herself off the glass, she was met with her reflection. Her other reflection.

***Ha! Ha! Ha! You're. Not. Real.***

With a huff of satisfaction, the mane of her reflection sprung back to its usual curly nature. There was still a squishy pegasus to check on. Despite having fallen asleep against the window pane for possibly hours, she made no hesitation to press up against it again. Pinkie scanned the room for any sign of disturbances or changes that didn't coincide with her memory before nodding off. Of course, Fluttershy hadn't moved an inch. On the other hoof, Mahara was nowhere to be seen.

A chill ran down Pinkie's spine, reminding her how badly she wanted to be back home and in bed. Without warning, as her Pinkie Sense was wont to be, a combo came in clear and strong. The side of her neck felt as though two particularly large mosquitoes had decided to leave their nastiest bites, while her chest felt as though it had become host to a swarm of butterflies.

*There's that combo again! It's really strong now, too! What does it mean?! Am I going to get bitten by something? Oh! Maybe that monster is going to bite me! Oh no! I'm outside and it's dark out and- I have to get somewhere safe! I hope I can laugh it away. Maybe. Maybe I can! Maybe I can distract it with a joke and sneak away while it's laughing. I hope it likes jokes. Oh! What was that?! I heard something moving! Was it outside? Wait, I'm wearing a disguise. It probably won't even notice me. But... What if the monster goes after Fluttershy and Mahara?! What if it's in there right now?!*

Something moved behind the glass again, causing her pink coat to bristle with anxiety. A pair of bright green eyes suddenly slid into view. The scream working its way up Pinkie's throat petered out before it could reach her lips when she realized it was Mahara on the other side of the window, staring back at her with increasingly narrowed eyes.

Grinning widely, Pinkie waved.

Mahara tugged a cord dangling to her left and drew the curtains closed.

*Pheeeew. It's not the monster, it's just Mahara. I guess that's what the new combo means, too! Somepony is about to close the curtains in my face!*

No less motivated to do as she was asked, Pinkie Pie made her way around the cottage, checking each window she could reach, only to find that the red mare had gone and pulled the curtains on every single one.

"Fine!" she shouted at the front door. "I'm just going to sit here and stand guard then. Twilight asked me to make sure Fluttershy stays safe, and that's what I'm gonna do!"

To her surprise, the door opened. A soft green glow was visible at eye level.

“Please stop shouting. Anyway, you’re welcome to stand guard inside if you want. Just... You should probably leave before Fluttershy wakes up. I don’t think she would be thrilled about spontaneous sleepovers.”

No sooner had Mahara opened the door did Pinkie scramble inside. For the briefest of moments, Pinkie was startled by the appearance of Mahara’s finger like appendages, fanned out from her back as if they were wings. The longer she looked, however, the more her shock became curiosity.

“Okie-Dokie-Loki,” she whispered. “Mahara, some of the other pony folk may think you’re a bad apple, but you know what? You’re alright.”

The red mare leaned against the wall, rubbing her eye with one of the long, fleshy limbs sprouting from her back. She smiled, tiredly.

“Thank you, Pinkie Pie. I’m sorry for ruining your party. It was very nice until... Well, you know.”

“Oh no no no, not at all. If you had stayed I would have got a bath going for you and everything. Totally not your fault. It was silly of me to think that putting a bit of whiskey in the punch would be a good way to help everyone relax.”

Pinkie sighed, looking over at the peacefully slumbering pegasus. “It just made everyone act dopey, but I figured it would have been the good kind of dopey and not the *let’s lynch the new mare* kind of dopey.”

“Oh well. I’m going back to bed. Remember, you should get going before she wakes up.”

“Mmhmm, I will.”

Very quietly, the pink mare climbed onto the couch, curling up and resting her head on a pillow. Mahara gave her a half conscious glance, then closed her eyes, cuddling back up to Fluttershy.

*Secret tongueshakes and sleep hugs would be nice...*

V ^ ^ V

“Why are there leaves and twigs all over the room?”

Fluttershy glanced back and forth between Mahara and the trail of loose foliage and sticks that now cluttered the floor from the front door to the couch. The red mare had been in the process of sweeping them up when she was awoken by the choir of hungry birds outside.

“Angel.” Mahara pointed a hoof at the rabbit. “Angel did it. I’m just cleaning it up.”

Outraged, Angel began to thump his foot, making all kinds of obscene gestures at Mahara before wordlessly pleading his innocence to Fluttershy.

“Oh... Oh my... Angel, you know you’re not supposed to bring branches inside unless we’re gathering materials for bird nests. Please wait for me to help you next time.”

With a silent but exasperated sigh, the rabbit threw his forepaws into the air and vanished into the next room, glaring at Mahara every step of the way.

“I’ll watch the cabin while you’re out,” the red mare mused as she finished tidying up. “And feed the animals as well. I’ve helped you enough that I think I can handle it myself.”

With a soft grunt, Fluttershy rolled onto her belly, inching her way to the edge of the bed with her forelegs. “Are you sure? You don’t have to. It’s not your responsibility. But I... Um... Thank you. You’ve done so much for me already. I really appreciate it.”

“And you’ve given me a beautiful home to share with you, not to mention... Well, let’s just say we’re even and stop keeping track of the favors. Isn’t that what couples do?”

Fluttershy felt a warmth, but not in her cheeks. It came from within. She smiled, letting her head rest on her outstretched forelegs, basking in the serenity of the moment.

“Yes... I... I guess it is.”

The pegasus lazily followed Mahara with her eyes as she returned the broom to its rightful place, then ensnared a few bags of bird seed and heaved them over her back. Through the window, which had a strange smear in the lower left pane, she could see birds taking to the air in droves. Fluttershy had never really noticed it before, but Mahara hugged the outside of the cottage as tightly as she could while she spread bird feed over the path out front. Mahara also spent a great deal less time feeding the birds than the pegasus would have had she done it herself.

Fluttershy could spend hours singing and playing with the animals. Mahara dumped the contents of the feed sacks and was done with it.

*Well, as long as they're getting fed,* she thought as the red mare nudged the door open and deposited the empty bags by the entrance.

Only then did it occur to her just how pale Mahara looked. Rays of sunlight were filtering into the cottage, but nowhere near enough to drain the color from her to such a degree, even with her skin condition. Mahara had looked like this before, the first day she spent alone at the cottage. The red mare's words reflected in her mind's eye, planting fresh seeds of doubt.

*I had a snack while you were away,* she had said. But Fluttershy had never seen her actually eat anything. Her diet seemed to consist entirely of fluids.

Sleeping next to Mahara had failed to prove anything other than the fact that the red mare could silently slip out of bed to do some housekeeping.

*I'm a light, light sleeper... And if she could do that without waking me up, what else could she do?*

"Are you alright, Fluttershy? Did you sleep well?"

Her nightmare flashed before her eyes. She was a light sleeper, and the creature had known this, visiting her in her sleep, keeping her there until morning.

*Mahara had looked so beautiful that morning... Applebloom and Scootaloo were attacked the night before...*

*Is there something you're not telling me?*



*Twilight has every right to be suspicious of me.*

“Fluttershy?” The red mare nuzzled the side of Fluttershy’s neck. She felt her skin crawl.

“I’m alright. I might head into town a bit earlier than I thought, if um... If that’s okay with you.”

Mahara had settled on the bed, kneeling across from the pegasus, lightly nudging the back and side of Fluttershy’s neck with her nose. When she pulled back, Fluttershy read her expression as concerned. Perhaps even hurt.

*I don’t want it to be true. I don’t want Mahara to be a monster. Maybe that’s what’s keeping me from seeing what Twilight is seeing. I can understand why. I’m coming to the same conclusions myself... But... Mahara isn’t a bad pony. She has had every opportunity to hurt me, and she hasn’t. I don’t think she would ever hurt me.*

*She said she would protect me. Maybe even from herself?*

Slowly, Fluttershy slipped her hooves over the side of the mattress, crossing the room. Her appetite was the last thing on her mind for the moment. The flock had gathered outside, hopping and fluttering about as they ate their fill of seeds. The pegasus paused in the doorway, looking back at Mahara.

“We need to have a talk when I get back.”

“What about?”

“I... I think you know.”

She closed the door behind her and heaved a weary sigh.

Dark clouds gathered overhead, rolling clumsily into one another. The weather team had given up on trying to control them, falling into argument instead.

Fluttershy could faintly hear Rainbow Dash shouting amongst them.

Sweet Apple Acres was a bit of a hike from door to door, but Fluttershy felt as though she would have more than enough time to check up on Applebloom before her appointment at the spa, provided it didn't rain.

V ^ ^ V

A thick swath of homemade bandages held tightly to the side of Zecora's neck.

*Where she was bitten*, Twilight assumed.

"She visited me the other day, and drank my blood, I am sorry to say..."

A pile of burning welcome masks had greeted Twilight Sparkle when she approached Zecora's hut. The smoke curled slowly toward the forest canopy, leaves swaying around the hot air rising off the crackling flames. She had smelled the smoke before even catching sight of Zecora's dwelling, assuming it was the result of the zebra's cooking. Instead, she found the striped mare tossing her exotic masks onto a roaring inferno.

"And she was disguised as me?"

Zecora had nearly thrust a sharpened stick into Twilight's throat when the unicorn first approached, relenting when she looked Twilight in the eyes.

"Your form, indeed, was what she took, but foolish am I for being mistook." The zebra paused, possibly reflecting on her encounter. "The Child of Darkness depends on lies, but truth may be found within its eyes."

Twilight watched the paint curl and bubble away from charred wood, licked by dancing flames. "Why do you call the creature a *Child of Darkness*?"

"It would seem the stories untold by pony-folk are those which bear the most warning..." Zecora's sudden break in rhyme shocked Twilight momentarily. "Perhaps ponies simply wished to forget, and allowed the tale to fall into the shadow of its more famous sister. Were it still a part of your traditions, I believe that we would not be facing this darkness once again."

The purple unicorn opened her mouth to question Zecora, but the zebra smiled, beating her to it. "What I am about to tell you will be spoken plainly, so that there are no misunderstandings." Her smile faded. "This situation is much more dire than wandering through a patch of poison-joke, and it will require more than a simple bath to mend it."

The zebra heaved her final mask into the pyre, then rested on her haunches. She beckoned with a forehoof for Twilight to join her. Before Twilight could seat herself, Zecora leaned toward the fire, grabbing a stick by her teeth, the free end crowded with glowing embers. With grace and speed, the striped mare began to weave and jerk her head, chanting under her breath, using the smoke rising from the end of the stick as a means for calligraphy.

"I shall tell the tale to you as it was once told to me, so many seasons ago..."

The smoke remained, hanging in the air like a ghost.

*This must be zebra magic...*

Fascinated, Twilight gracelessly flopped down on her side to watch.

"We call them Children of Darkness because they are creatures which dwell in shadow. They fear the persecution of the sun, and so they prefer to perform their evils when Celestia's eye is not upon them. There is... Another reason for the name, and also another name for the creature of which we speak."

The smoke swirled, ghostly white lines stretching and bending into the form of an alicorn, accompanied by a written language Twilight didn't recognize.

"They are also known as Children of Nightmare by my people, for they are her creation. In her desperation to prevail against Celestia, Nightmare Moon transformed innocent ponies into lesser forms of herself. Beings that could survive the darkness which she brought with her."

The smoke swirled again, showing unicorns, pegasi and earth ponies bowing before Nightmare Moon.

The memory Twilight had failed to grasp the night before suddenly came in clear as day. It was the eyes. It was always the eyes. Mahara had eyes like Nightmare Moon. It was so obvious now that she felt like smacking herself. She returned all attention to Zecora as the zebra continued.

“But Nightmare Moon made them intentionally flawed, for fear that they too might rise against her. The sisters draw their power from the heavens themselves, but these transformed ponies could neither contain nor control such a force. Instead, they must draw their power from other ponies. As you have seen, they do so by drinking blood untainted by the evil magic of Nightmare Moon.”

The zebra paused, staring at her drawing of Nightmare before driving her hoof through it, making it vanish in a swirl of smoke.

“How can I stop her...? Them?”

Zecora’s grave expression softened briefly as she began to rhyme again.

“It is good fortune that today you have come, it is not too late that something can be done...” She paused, snickering to herself. “Apologies, habits such as this are difficult to curb. The Children of Darkness draw their strength from blood untainted, but like Nightmare Moon herself, they are not invincible. To destroy one completely, you must either drain them of their blood, or mortally wound them in direct sunlight, preferably both.

“To wound a Child as you would a mortal pony is to invite them to rise again, and so you must exercise caution when attempting to remove one such creature from their cursed existence. Celestia’s sun will be your greatest ally, as sunlight is their most notable weakness. Images of the sun and its Princess will serve as effective tools for warding off the Children of Darkness as well.”

The smoke dissipated completely, and Zecora rose to her hooves. An expression came over the zebra that struck Twilight as one of embarrassment.

“But now, my friend, I fear I must ask, if I am to assist you in such a task; my home is no longer safe to me, as my masks bid welcome before I could decree. You said that your library has not been invaded, and this is news

which leaves me elated. May I endeavor to stay there until this crisis has reached a successful standstill?"

A moment passed before Twilight realized what was being asked of her. The unicorn's expression immediately brightened.

"Of course you can, Zecora." The zebra smiled, turning toward her hut as Twilight followed her. "If this thing attacked you once already, I don't want you getting attacked again. And I could certainly use the extra help organizing a way to deal with this situation. You clearly know a lot more about this than anyone else. Your help will be invaluable."

From the doorway, Twilight watched Zecora loading her possessions into an enormous trunk. The trunk never seemed to get full, however. Bottles and vials clinked softly as she lowered them in, one at a time. A thought occurred to the unicorn.

"I need to write back to Princess Celestia. I had planned on responding after talking with you on the off chance that you would know more about the creature we'll be dealing with."

"What little I know is what has been passed down. You will learn much more from the one bearing the crown." The striped mare lowered a foreleg-full of ingredients into the trunk, then another.

Zecora looked up from the trunk, bringing the ornate lid down with a click. "I am troubled, however, by your finding of the book. So many centuries where no one else thought to look..."

"I know what you mean... Well, hopefully, we can put all this behind us soon." The unicorn paused, looking at the trunk, and then Zecora. "How do you plan on moving that, exactly?"

It was easily three times the size of the zebra.

"My lack of a horn, my dear friend, does not mean my magic cannot contend."

The striped mare placed a hoof in the center of a likeness of her glyph mark, painted onto the surface of the trunk, and closed her eyes, chanting.

The purple glow swirled out from her hoof, tracing the outlines of the marking, illuminating the intricately painted patterns on all four sides of the wooden vessel.

The trunk lurched.

With wide eyes, Twilight watched the trunk tilt to one side, then the other, finally lifting itself off the ground. Not by a spell of levitation, however. Dozens of ghost-like legs sprouted from the wood itself, supporting the trunk, occasionally shifting or bending as they awaited instruction. Taking notice of the unicorn's shock and awe, Zecora grinned.

"Unless you would prefer to use your own four hooves," The striped mare leaped onto the lid of the trunk, settling on her haunches but supporting herself proudly. "I think you'll be pleased with the speed this trunk moves."

Nodding slowly, still dumbfounded, Twilight pulled herself up beside the zebra.

In her native tongue, Zecora belted out a command to the enchanted trunk. It lurched again, then crawled out of the hut with incredible haste, the unicorn nearly tumbling backwards at the sudden motion.

After several minutes of whipping through the Everfree forest at a frenzied pace, Twilight finally found her voice. "Can... Can you teach me how to use this kind of magic?"

"While I find it worrying, Twilight Sparkle," Zecora laughed, "Your thirst for knowledge is most admirable."

The unicorn's eyes widened as a thought struck her. "Zecora, you know where Fluttershy's cottage is, right?" The zebra gave a nod, already giving the command for the trunk to change its destination.

*Let's settle this right now if we can...*

V ^ ^ V

*This stinks... I want to go outside... Owlowliscious gets to be outside... He's not even awake out there; he's just sleeping on a branch! So not fair!*

Spike propped himself up by his elbows as he gazed out onto the street, watching ponies go about their daily business. Ditzzy Doo drifted passed the window, pausing to wave cheerfully at the dragon. He knew it wasn't an act of antagonism, but still felt a bit of spite welling up within. Of course, Spike had little interest in the errands of the citizens of Ponyville, with one exception. The only exception that kept him at the window, hopeful that she would pass by.

*Oh! There she is!*

The pint sized dragon felt weightless, his heart thumping with excitement as he caught sight of the most beautiful mare in Equestria. With a dreamy gaze, he traced the regal purple curls of her hair, admired the snow-furred curves of her flanks, bathed in the tranquil blue of her eyes. Lady Rarity was completely oblivious to the dragon watching her from behind glass, of course.

*I wish she would notice me... Please notice me... Wave, or smile, or something... Anything!*

Accustomed to disappointment as the result of being ignored by the sole object of his affection, Spike merely sighed as Rarity passed the window in ignorance. She had a wide brimmed hat on, complimented by a light jacket, apparently expecting a downpour.

The dragon slipped into a daydream, imagining himself as the one of the spa employees, gently trailing his claws through her coat, massaging her with utmost care. Rarity grinned back at him, whispering something that made him blush. The other employees left the room as the pale unicorn rolled onto her back, silken mane falling away from her face in glossy ringlets. Slowly, she batted her eyelids, sliding a forehoof from her throat to...

Spike came out of the fantasy with a pleasant shudder, before realizing that he was biting the windowsill. The marks left by his teeth disrupted the polished surface. Several other similar depressions pockmarked the wood as well.

*Twilight is going to notice if I keep that up... Maybe I can blame Owlowski.*

He scowled at the owl again. The library was in pristine condition, all the books were organized; there was simply nothing to do inside. With Twilight Sparkle's study on friendship interrupted, the dragon had found himself with surprisingly little work to keep himself occupied.

*Nothing to do but daydream and wait for Twilight to come home. Well... Maybe I could practice my penmanship.*

A thought occurred to the dragon as he made his way to the table. He would try writing down one of his fantasies. Not to show anyone, but merely for the satisfaction of having it on paper. Just to make sure no one would see, Spike glanced around the room. Satisfied with the vacancy, he dipped the quill in an ink well and then put it to parchment.

*"Spike the Brave kicked down the front door of the dark castle, bolts of lightning flashing behind him. Before him was the grand hall of a once opulent castle, reduced to little more than a glorified kennel now that it was occupied by throngs of flea bitten diamond dogs. They raised their weapons, nervously looking at one another. Even lowly mutts such as themselves had heard the legends of the dragon warrior.*

*"Release Lady Rarity at once, vile curs, or I shall be forced to slay the lot of you!"*

*"We would die before surrendering her to the likes of you!" spat the leader of the dogs.*

*Spike the Brave drew his sword, forged in the most sacred of dragon kilns. "So be it!"*

*"The dragon charged fearlessly into battle, untouchable as his sword stained crimson, splitting and slicing his way through the ranks of the diamond dog army. The remaining dogs cowered after watching their comrades fall, throwing down their weapons and dropping to their knees, begging for their lives. As merciful as he was brave, the dragon warrior spared them, making them swear an oath never to harm another pony so long as they lived.*



*“Death before dishonor!” shouted their leader, charging Spike the Brave with a dagger the moment he turned his back.*

*“Without so much as looking, the dragon warrior twisted away and swung, splitting the dog right down the middle.*

*“How could we lose?” the dog’s leader gurgled, blood running from the thin red line that stretched from head to groin.*

*“Because you are a coward,” growled Spike, stepping away from the diamond dog as he erupted in a spray of crimson gore, his halves falling wetly to either side.*

*“The dogs hastily opened the cage in which they had imprisoned Lady Rarity, standing aside as she stepped into the open. Her eyes glimmered with blissful tears as she gazed at her savior, galloping up to him and embracing him with her forelegs.*

*“What can I ever do to repay you?” Lady Rarity asked between”*

A sudden knocking caused Spike to throw the quill across the room. Frantically, Spike curled up the parchment, sealing it with a red ribbon by sheer force of habit. The knock repeated, followed this time with a voice that stopped the dragon dead in his tracks, heart in his throat.

“Spike?” Rarity inquired from beyond the door. “Spike, is Twilight Sparkle at home presently?”

The dragon left the scroll on the table, practically floating to the door. Just talking to her was more than he could have hoped for on a day like this.

“Sorry Rarity, she’s visiting Zecora. I’m not sure when she’ll be getting back.”

There were several moments of silence before Rarity said another word.

“Oh, well, that’s quite alright dear, I actually wanted to talk to you instead.”

*She wants to talk to **me**? Oh my gosh... I hope my spines look okay! What is she going to talk to me about? Maybe she wants me to help her find gems again, or clean up around her shop, or...*

"I have a favor I need to ask of you, if that isn't too presumptions of me. I know that Twilight has you guarding the library, but I just realized I have no one to watch Sweetie Belle while I'm at the spa. I don't suppose you could-"

"Oh absolutely! I'll be out in two shakes of a dragon's tail!"

Spike opened the door to find Rarity facing away from him, getting an eyeful of her backside instead. His eyes lingered on her delicate curves, the soft pink under her tail.

"Yes, well, let's be off then, shall we?"

The dragon closed and locked the door behind him before realizing that Rarity was now without her outfit. Of course, it was very much like her to change clothes several times throughout the day in the interest of testing the latest fashions, but the sky was still very much overcast. A pegasus zipped by, the backdraft carrying news papers and bits of trash.

"No **you** listen, asshole!" Rainbow Dash shouted, evidently giving chase as she tore through the streets.

The two of them curved back into the sky, vanishing into the clouds.

"Good heavens..." The pale unicorn raised a forehoof to her muzzle. "She should really watch her mouth, so un-ladylike... Oh well. Come along, my dear."

"Okay." Spike mumbled, followed in her wake, mesmerized by the sway of her rump.

For the briefest of instants when the dragon's gaze was not transfixed on the pale unicorn's hindquarters, he wondered why Rarity was wearing sun glasses. The sun was completely hidden behind the clouds. Occasionally, she would glance back at him to make sure he was still following, flashing the smallest hint of a smile. Spike could feel himself melt each time.

Carousel Boutique came into view not long after they had set out. Another pony stopped Rarity a few buildings from her shop, however.

“Didn’t I just see you at The Feedbag?” The smell of food drifted out of Lyra’s saddle bags.

“Oh, yes, I suppose you did. I realized that I needed someone to watch Sweetie Belle while I’m away.” Rarity smiled, but it looked forced. Lyra didn’t seem to notice.

The pudgy, mint coated unicorn snickered a bit. “For a girl your size, you’re pretty quick with your food!”

“Haste is often a necessity. I do have appointments to keep. On that note...” She smiled again, nodded, and turned back toward the boutique.

“So you just want me to watch over your sister? You don’t want me to clean or anything?” The dragon looked up at her hopefully as she opened the door, a bell jingling softly beside the frame. “I’ll do *anything* for you, Lady Rarity- I mean Rarity! Just Rarity!”

Once Spike had followed her in, the pale unicorn smiled, kneeling down to eye level with him. “I feel like I should be asking you if there’s anything you’d like in return. I half expected you wouldn’t come.”

Spike tried to hide his face as he began to blush. He had dreamed about this moment countless times, telling himself he would be suave should the situation actually occur. Instead, he was behaving like a foal on the receiving end of a love note.

“Rarity... I... I’ve wanted to tell you this for a while...”

“Oh? I’m listening, Spike.”

Several moments passed as Spike mentally prepared himself for what he was about to say. He heaved a deep breath, looking Rarity in the eyes. Sunglasses. Looking through her sunglasses into her eyes.

“Okay... Here goes. Rarity, you’re the most beautiful mare I’ve ever laid eyes on. I... I don’t know if this is what love feels like or what, but every

time I see you, I just go to pieces!” He chuckled nervously as the unicorn pursed her lips, possibly with curiosity. “I don’t expect you to feel the same way toward me, we’re not even the same kind of animal, but... That’s it, I guess.”

The dragon cast his gaze to the floor, fidgeting nervously as he braced for the worst, half expecting her to laugh.

“You’re a very brave little dragon, Spike. Not just anyone could confess something like that to the person they admire so deeply.” He felt her warmth against his chin, lifting his head with a silken furred foreleg. “I don’t want you to tell anyone about this, alright? What I’m about to do is not to be mentioned again, even to me. This is your moment, and you should cherish it for yourself.”

Before Spike could ask what she meant, what she was going to do, he felt her lips against his. His limbs turned to butter, eyes closed against a flood of emotion as his dream came true. Only part of his dream, but more than he could have ever hoped for.

And just like that, the kiss ended. He stood there, swaying, lightheaded as he tried to return to reality. Out of the corner of his eye, for an instant, he thought he saw Sweetie Belle, gone in the blink of an eye.

*Did she hear that? Was she watching?*

“Now, remember what I said. I have to go, and Sweetie Belle is your responsibility until I return. Feel free to nibble on a few gems as well, just... Don’t eat my whole stock, dear.”

She turned toward the door, looking back at the dragon one more time, flashing a smile that filled his chest with butterflies. The door closed gently behind her. Wasting no time to make good on the pale unicorn’s offer, Spike tossed a nearby ruby into his toothy maw, grinning with satisfaction.

V ^ ^ V

The skies churned angrily in the distance. A few flashes of lightning bridged mountains, their peaks swallowed up in dark, puffy clouds. Applejack sat on the front porch, leaning against a support beam, watching the clouds

anxiously. Occasionally, she would lift a pair of binoculars to her eyes, scanning the skyline for sign of her pegasus.

“Dash said it ain’t a storm they planned...” She set the binoculars down, looking across the porch to her brother. “Whole damn kingdoms got weather problems alla the sudden, an we’re right in the middle of it.”

Nearby, Big Macintosh rested in a chair, occasionally raising a forehoof to the collection of gauze held fast against the side of his neck. Only the faintest pink hinted to the puncture marks now concealed by the bandages. While he seemed concerned about the growing storm over Ponyville, his thoughts were probably elsewhere.

“Eeyep... Ah jus hope they get it under control ‘fore ‘s time ta harvest...”

The blond mare nodded, turning her attention to Macintosh. “How’re ya feelin’, big guy?”

“Still sore ‘bout tha whole thing... Mind an’ body... Really figured Ah hadda chance, ya know?” He heaved a deep sigh, then chuckled, nervously. “What’re we gonna do, sis? Is it even safe here anymore?”

“Ah dunno Mac...” Applejack looked to the stormy horizon, brow heavy with worry. “Ah jus’ don’t know...”

Having heard enough, Applebloom stepped away from the screen door, trotting slowly back to her room. Even though Big Magintosh had been bitten the previous night, just before Applebloom and her sister arrived, the unfairness of it all made her blood boil.

*How could she visit mah brother an’ not me? Ah thought she was mah friend...*

Wynona had been barking viciously just outside of Mac’s door when they stepped inside. Applejack bristled up and told her sister to wait while she checked it out, but as soon as the blond mare looked away, Applebloom bolted down the hallway ahead of her, opening the door first.

*An she just stared at me... Like she was sad, like she was afraid.*

Big Macintosh whispered for help, pinned to the ground, struggling weakly. Thick rivers of crimson bubbled up from the wounds in his neck, pouring over his flesh and coat without the presence of a mouth to drink it in. Applejack stood behind her younger sister, frozen with terror.

*An she said, Ah'm sorry, an' then she jus' vanished into a cloud...*

Applebloom came out of her thoughts, gazing forlornly on the spot where she had first met her mysterious friend. They spent hours together that night, playing in the orchard until the sun was about to rise. She brushed the side of her neck with a forehoof, feeling the circular scabs marring the smoothness of her coat.

A crack of thunder made the filly cringe. Following that was a bit of muffled laughter.

Applebloom poked her head into the hallway, looking down to the screen door. Applejack was talking to somepony, but definitely not Big Macintosh.

"Oh my..." Came a timid voice just out of sight. "And you didn't even try to go to the clinic?"

"Naw, Ah'm tougher 'en that." The pride in Macintosh's voice quickly deflated. "But uh... Ah guess Ah ain't tough enough ta take down one o' them monsters..."

"Well um... I'm very glad that you're safe, but I um... That is, if it's alright with both of you, I'd like to talk to Applebloom. A-Alone..."

Several seconds of silence passed, during which Applejack leaned closer to who Applebloom assumed was Fluttershy. Evidently, she passed inspection.

"Alright..." The blond mare said cautiously. "Be gentle, though. Mac an Ah still think she's actin' a li'l strange."

The screen door swung open, Fluttershy stepping into view. "Thank you both. I won't be long." She smiled almost bashfully. "Rarity wanted to go to the spa with me today."

“Good fer yew! Ah’m glad ta hear it. ‘Bout time that snooty mare came down ta earth.” Applejack snickered before adding “A li’l extra meat on yer bones ain’t tha end a tha world.”

Now that she really was blushing, Fluttershy gave a meek nod and made her way down the hall. A few beads of sweat rolled down the shy mare’s forehead, her right flank brushing the wall occasionally as she moved.

“Howdy, Fluttershy,” the filly said with a wave.

Applebloom assumed the timid pegasus had simply failed to notice her, but to her surprise, she motioned for the filly to step into her room.

Once inside, Fluttershy closed the door behind her.

“I need to know,” the pegasus began before Applebloom could get a word in. “Is Mahara the creature going around biting everyone? She hasn’t killed anypony, but what she’s doing is wrong. I want to help her if I can, so that she doesn’t have to keep doing what she’s doing, but first, I need to know...”

The seriousness of Fluttershy’s expression, stance and words caught Applebloom completely off guard. She had heard of this side of the normally timid pegasus from Applejack, but never thought she would see it herself, much less be on the receiving end. Intimidated did not begin to describe the sinking feeling she was experiencing.

“Please...” Fluttershy added, possibly aware of the fear she was inspiring.

“Ah... Ah don’t know...” The filly tried to look away, but found herself rooted to the spot. Paralyzed.

*The Stare! She’s usin’ her Stare!*

Fluttershy persisted, glaring now. **“Tell. Me.”**

“Ah don’t know!” There was mumbling beyond the door, accompanied by approaching hoofsteps. “Ah jus’ get this feelin’... Same feelin’ Ah got when Ah was with Seafare, an when Ah saw Rainbow Dash on toppa Big

Macintosh. Seafare never said she was Mahara, an Mahara don't seem to want anything to do with me, but... Ah... Ah jus' gotta feelin'..."

The filly paused, a few tears welling up in her eyes. "Don't tell her Ah said nothin', okay? Ah don't want her ta be mad at me..."

"It'll be our little secret." Fluttershy whispered. "Pinkie Pie swear."

Thunder rumbled again outside, making the pegasus flinch. The door opened behind her. Rain began to batter the roof, cascading over the sides in a clear, continuous sheet.

"Oh no... Um... I'm sorry but I really need to be going."

Applejack's eyes went wide. "Yer not thinkin' of goin' to tha spa in *this*, are ya? Hon, Ah know ya ain't spent time with Rarity inna while, but yew should really wait it out!"

Fluttershy was already pushing passed her, making for the front door. "I can't stay. I'm very sorry but this is important to me!"

The Apple sisters followed the pegasus, but she was not to be deterred.

Fluttershy vanished into the rain, a blur of yellow and pink in a sea of grey.

A voice from seemingly nowhere broke the rain saturated silence. "Aw man, am I gonna hafta get wet too?"

Applebloom and Applejack exchanged looks of confusion, glancing around.

"Did you..." Applejack stopped, staring out into the rain. A pink blur zipped into the distance. "Was that Pinkie Pie?"

V ^ ^ V



# Chapter Four

## Coming to Terms

"I'm not so sure about this... I'm pretty sure we're supposed to stay indoors as much as possible until the whole monster thing blows over. That's what sis told me anyway." Sweetie Belle glanced back at her bedroom door, fearing that Spike might barge in at any moment and foil the plan before it even got off the ground. "But... If you really, really think that this will help Applebloom, then count me in."

Looking up at her friend, Scootaloo snorted, rearing up and placing her forehooves on the wall before her. "Well of course it'll help Applebloom! Everyone thinks that the monster put some kind of spell over her, right?" The curly maned filly nodded. "Okay, so, if we catch the monster, or even better, if we defeat the monster, then we can make it turn her back to normal!"

Sweetie Belle looked back at her door again, lowering her voice. "Yeah but, how do you know for sure that this will even work? And what if we don't find the monster that put Applebloom under a spell?"

A dull flash sparked the clouds, a not so distant crash of thunder rolling in. Not more than a few days ago, the weather had been bright and sunny, typical of the summer weather patterns. In those few days, however, it had gotten progressively gloomier.

"We can sit around doing nothing or we can try to help her; that's how I see it. And if a cockatrice can undo turning a pony to stone, getting this monster to make Applebloom stop acting crazy should be a walk in the park. Besides, if we pull this off, you and I might get monster hunter cutie marks! How cool would that be?" The orange pegasus filly dropped back to all fours, grinning up at Sweetie.

"That would be pretty cool... But... We're just kids. How are we going to do this? There's only four of us..."

“Five! Thorry I’m late!” Twist trotted into view, nearly weighed down by the bags at her sides. “Are you thure we’re gonna need all thith thuff?”

“This is an adventure, right?” Snips began to rummage through the supplies without warning, to which Twist raised a brow. “So we need food, water, and ponchos in case it rains. You... You forgot the ponchos?”

“Nobody thaid anything about ponchoth!”

Snips’ jaw hung slack for a moment. He glanced back at Snails, who shrugged, and then back to the filly with a curly red mop of a mane. “Have you looked at the sky lately? Of course we need ponchos!”

“Twist,” Scootaloo flatly stated, “The ponchos were higher on the list than the food. Come on, seriously.”

“What litht?! Nopony gave me a litht!”

Sweetie Belle frowned as the group fell to bickering. “Okay, enough! There are a few ponchos lying around up here. We’ll have to share them I guess. If you all keep shouting though, somepony might hear us, so shhh.”

“Yeah Twist, stop shouting.”

The red maned filly scowled at Snips, then turned her attention to Sweetie Belle.

“We’ll be waiting right here.” Scootaloo looked to the young ponies surrounding her before continuing. “Grab what you can and let’s get going.”

Sweetie Belle nodded and stepped away from the window, treading as lightly as possible across her room. She had a rain jacket of her own, but she figured that the others would just have to make do with one or two of Rarity’s own rain outfits, of which there were many. The door creaked seemingly louder than normal as it moved on its hinges, the young unicorn cringing as she finally stepped into the hall. She peered into the main room of the building, where Rarity usually did all her work, and froze in her tracks.

Spike was looking right at her.

Only, he wasn't. He had fallen fast asleep on a pile of half eaten gems, his lips moving slowly in his sleep, kissing the air. Sweetie heaved a sigh of relief and continued down the hall, nudging the door to Rarity's room in the hope that the door was unlocked. She reflected very briefly on what she had seen; her older sister kissing a dragon, a very young dragon at that, and then her older sister just looked up, smiling as she locked eyes with Sweetie Belle. The entire situation struck her as bizarre, but she wasn't about to ask Spike or Rarity to explain what she had seen.

The hundreds of dresses lining Rarity's closet brought her back to the task at hoof. *Theres more dresses in this closet than there are out front... I don't see why she doesn't try selling some of these. Oh well.*

After a minute of searching, she located several rain coats, each uniquely designed and decorated. Not long after that, she was carrying the two which she figured Rarity would miss the least past the doorway to the shop floor. Another flash outside, followed by a crack so loud, the floor nearly shook. On cue, rain began to pelt the windows.

Outside, Snips began to shout a string of words that Sweetie Belle was largely unfamiliar with, barely muffled by the walls or the rain.

Spike stirred in his sleep, his claws idly rubbing his middle, and then a little lower.

"Lady Rarity..." he mumbled, "Are you sure...?"

Sweetie gawked in confusion as she watched the dragon and then decided that it would probably be best if she stopped watching.

*Making my friends wait in the rain any longer than they have to wouldn't be very nice.* She could hear them more clearly as she approached her window.

The argument between Snips and Twist continued at full tilt. "I hope you don't kith your mother with that mouth, that'th all I'm thaying!" It had apparently changed topics.

Scotaloo had raised herself against the wall again, as if reaching for the windowsill with her forehooves. "You okay, Sweetie Belle? You look a little-"

"I'm fine. Sorry that it took me so long. I thought Spike might have woken up." She held the ponchos in a bundle over the edge of the sill. "Catch!" she shouted after letting go.

After the others had donned their ponchos to the best of their abilities, and Scotaloo had helped Sweetie Belle climb down from her window, the group set off in the rain, making for the edge of town with as much haste as they could gather in the quickly thickening mud. Twist and Snips continued to argue, and occasionally Scotaloo would join in to tip the favor one way or the other, seeming content to watch so long as the aggression wasn't directed at her. Sweetie had decided not to bother trying to mediate after her attempts had lost their novelty and were simply ignored. Besides herself, Snails seemed to be the only one among them who was giving the task at hoof any thought.

Curious, Sweetie Belle attempted to start a conversation.

"You've been awfully quiet all this time. Are you scared or something?"

"Not really..." The gold coated colt replied. He paused for a moment, then added, "I mean, I'll worry about that when the time comes. No sense in getting worked up when there's nothing to get worked up over, eh?"

"That makes sense, I guess. So uh..." The filly looked around, her gaze sweeping over Snips, covered by half of the coat covering Snails, then Twist and Scotaloo, sharing the other coat. "Do we know where we're going, or are we just looking around?"

"Did you forget the map too?!" Snips shouted, nearly hopping out from under the coat.

Sweetie Belle did her best to ignore them, listening instead to Snails as he explained. "And if no one sees anypony around town with weird looking eyes during the day usually, that means the monster is staying somewhere out of town, but going in when the sun goes down. So that's where we're going, eh? Out of town."

The Everfree Forest loomed just over the next hill. A dense cloud of birds drifted away from the trees with a symphony of alarmed chirping and fluttering wings, and as Sweetie Belle watched in awe, they seemed to drift slowly closer to the group of ponies. Suddenly, an enormous figure exploded from the edge of the forest, twigs and leaves clinging to the massive form for several moments after breaking from the foliage. While not on a collision course with the young ponies, it was passing near enough that it might notice them unless evasive actions were taken.

“Get down!” Scootaloo shouted softly, pulling Twist with her as she dropped to the wet grass under her.

The curly maned unicorn followed her example, as did Snips and Snails, watching the lumbering form closely as it sped by. A few moments passed before Scootaloo raised her head to get a better look.

“Is that... Twilight Sparkle... And Zecora? What are they riding?”

“Where are they heading?” Sweetie Belle whispered.

“Fluttershy’s cabin, maybe? Looks like they’re going in that direction...” Scootaloo turned away from the rapidly shrinking silhouette of the unicorn and the zebra, narrowing her eyes at Sweetie Belle. “You don’t think Zecora and Twilight... Nah.”

“Nah what? I don’t understand.”

“No, it was a stupid idea. Don’t worry about it.” The orange pegasus slowly scanned her surroundings, which Sweetie guessed was to make sure the coast was clear. “Let’s keep moving.”

V ^ ^ V

Rain fell in sheets as the ground trembled with nearly every burst of thunder. The wind tore at the trees which lined the road back to Ponyville, branches swaying until they snapped clean off their respective trunks. The pegasus whimpered as lightning struck a nearby tree, splitting it down the middle and lighting it ablaze. Her mane hung heavy with rain water, her coat soaked through, mud steadily building up on her hooves. She pressed

on, however, fighting the wind and doing her best to sidestep windswept debris. Applejack was right in every respect; the safe thing to do would have been to wait out the storm, but Fluttershy was determined to be with Rarity. The pegasus feared that failing to meet Rarity could be the final straw in the breaking of their friendship, and if braving a storm meant keeping Rarity as a friend, she was prepared to do so.

Overhead, a familiar blue pegasus zipped through the air, just barely visible through the rain. Fluttershy assumed that the intensity of the storm must have forced Rainbow Dash and the rest of the weather team into submission. Considering the poor visibility, Fluttershy wasn't all that surprised that Dash didn't seem to notice her, heading straight for the orchard which she had left not long ago. Another nearby flash of lightning nearly brought the timid pegasus to a halt, but she forced herself to keep moving. At the very least, the rain was refreshing, cooling her down as she pushed herself onward, panting. She realized that this was the most exercise she had done since running all the way home from Redhoof's clinic.

*Rarity would be proud*, she told herself, trying to think up a distraction from the gut wrenching anxiety which the storm had instilled in her.

With her sights set on the slowly approaching Ponyville, she let her thoughts wander in search of solace. She dug up happy memories, only to find that they reminded her of darker times. Thinking of the spa made her think of the day Rarity tried to leave her there. Thinking of the day Rarity tried to leave her at the spa reminded her of the following days she spent alone in her bedroom, curled up and weeping on her bed, as she had been doing for months prior. For the week or so following Fluttershy's final visit to the spa, Pinkie Pie had attempted to assume Rarity's place at her side, doubling her efforts to cheer up the pegasus. While she had once again been inconsolable after that final visit, she very swiftly returned to her senses with the combined realization that in misery, Fluttershy had pushed her best friend away, and that her other friends still cared enough to help.

The pegasus was aware that Rarity may have tried to visit after her second breakdown, at least once. Fluttershy had heard the pale unicorn's voice in her cottage not long before but she had been able to overcome the more crippling aspects of depression. At that time, however, she had still been too ashamed to bring herself to meet Rarity. It also occurred to her that the

nature of her visit may not have been entirely pleasant. The few words she had heard from the pale unicorn were argumentative. Twilight and Applejack responded similarly, and Rarity left immediately afterwards, slamming the door on her way out.

Whether she had come to apologize or to twist the knife remained a mystery.

The edge of the treeline was in sight, Ponyville just a few minutes beyond that. *I can make it*, she convinced herself, ignoring the ache in her legs and the burning in her chest.

The streets were empty of all but only the most determined ponies, either by choice or by job. Ditzzy trudged through the wind and rain, stopping at every mailbox to deliver the mail to what was hopefully the correct address. She smiled as she noticed Fluttershy coming her way.

Even at a shout, she was just barely audible over the onslaught of wind, rain and thunder. "Heck of a storm we're having today, huh?! I hope Princess Celestia gets everything all figured out soon; I can't fly in this and making my rounds on hoof is taking forever!"

"That's... Nice...!" Fluttershy huffed in response, fighting the urge to slow her pace.

The grey pegasus shrugged, smiled and went back to her deliveries.

Fluttershy could see the spa. With a renewed burst of strength, she pressed on at full speed, galloping heavily down the muddy street. Her weight shifted awkwardly as she rushed toward her destination, trying to throw her balance, but she resisted, coming to a stop only after barging through the front entrance of the building. She stood there, chest heaving as she gasped for air, a puddle of mud and water spreading around her. The spa attendants froze in their tracks, looking at the soaked and muddied pegasus as if she were a fire, or a swarm of parasprites.

Rarity gasped softly, drawing Fluttershy's attention. The pale unicorn was in the process of putting her hat back on, her coat already buttoned up. With a smile, she hung her hat back on the peg and started to unbutton her coat for presumably the second time.

"I was worried you weren't going to come, dear, especially not in weather like this! Well, if you were that determined to make it here," She looked to Aloe. "Cancel my appointment cancelation. We would like the full service package as originally discussed."

"Of course," the soft pink mare replied. "Right this way."

With the novelty of Fluttershy's disheveled appearance effectively faded, Lotus and Aloe smiled warmly, gesturing to the curtain which led deeper into the spa. Rarity had referred to it as a silken portal into paradise. While the pegasus might not have put it in such grandiose terms, she had to agree. Excluding the most recent and painful experience tied to the building, the majority of the other memories which greeted the pegasus were very pleasant, almost dreamlike.

The steam room would ordinarily be the first stop on their trip through the spa, but considering that Fluttershy was filthy for the most part, Rarity insisted that she be cleaned up. The pegasus considered the irony of that, seeing that she would be taking a mud bath with Rarity in the very near future. As warm, soapy water swirled around her slick fur of her yellow coat, the pale unicorn cleared her throat, craning her neck over the edge of the bath so as not to be heard by the nearby attendants.

"As I began to say yesterday, I realized at the party that the way I've been treating you recently... I've been... I wanted to..." The pale unicorn hesitated, glancing around as she tried to form a coherent sentence. Fluttershy tilted her head as she watched, unsure if the unicorn was working up to an apology or a justification for her actions. After about a minute of stumbling, Rarity snorted, closed her eyes and pressed on.

"There's really no other way to say it; Fluttershy, I've been a bitch. A right haughty bitch." Fluttershy gasped softly, but Rarity shook her head, intent on finishing her thought. "Mistreating you has been, without a doubt, the worst mistake I've made in my lifetime... Probably the worst I'll ever make. I thought that, by trying to help you the way I was, or by being abrasive when no one else would, to try and... Well, bully you into losing weight, that I was being generous."



Rarity opened her eyes, sorrow pooling in the azure pools of her irises, brimming in the corners of her eyes as tears. "I was wrong. I was horribly wrong, and I wish I had realized it sooner. The generous thing to do would have been to give you as much time as you needed to return to your senses. I got so caught up in trying to help you that I guess I lost my patience, when all you really needed was time and support."

The unicorn paused, looking away for a moment, biting her lower lip. "I know that just telling you that I'm sorry may not sound like much, but..." Rarity met Fluttershy's gaze with a look of shame, offering her apology as humbly and delicately as she could. "I really and truly mean it, and I hope that, in time, you can forgive me. You're my best friend, and... It hasn't really been the same without you."

Fluttershy's vision became misty, sniffing softly as a tender smile found its way across her lips. "Oh... Rarity, of course I forgive you... I'm sorry for shutting you out like that... For shutting everypony out. I just didn't know what to do. It felt like my whole world had come crashing down."

The drain gurgled softly under the bath, a whirling spiral working its way to the clouded surface of the water. Rarity smiled, reaching over the edge of the bath to hug the wet pegasus.

The pale unicorn shook her head slowly. "It's quite alright, dear. You have nothing to apologize for. I've been down that road myself, and I'm fortunate to have handled it as well as I did. Blueblood had the decency to show me what a complete ass he was up front, at least, so I suppose that helped soften the blow. Would you like to talk about it, perhaps?"

"It's um... It's still a sore subject with me..."

"I understand. Let's talk about something else, then. I'm sure we have plenty to catch up on."

A dull hiss accompanied the slowly rising steam as Lotus tipped a ladle full of water over heated rocks. In minutes, a thick, humid cloud filled the small wooden sauna. Fluttershy had almost been reluctant to enter, suffering a momentary flashback, but Rarity waited patiently until the pegasus was ready to continue. They entered together, taking their familiar seats as the steam rolled gently against the floor. Rarity had requested as much privacy as possible for this appointment, as evidenced by the blue pony's departure

once the steam was thick enough to do its job. While not entirely necessary, considering that the largest hurdle had already been cleared, Fluttershy was still grateful for the gesture.

*Rarity must have been determined to make this work*, she thought to herself, smiling as the pale unicorn gave a happy sigh. *Would she have been this determined if I hadn't come today?*

"So..." Rarity flashed a little grin, leaning forward. "Why don't you tell me a little about this new friend of yours?"

The pegasus had put Mahara entirely out of her mind to focus on Rarity, but at her mention, a sudden rush of emotion filled her thoughts. As much as she wanted to dwell in the positives, all she could think about was her growing suspicion. Aware of her growing apprehension, mostly due to the frown and the distant look spread across Fluttershy's face, Rarity cleared her throat again.

The pale unicorn began to address her. "If you'd rather talk about something else, that's fi-"

"I... I'm telling you this because you're my best friend, and because I trust you..." Rarity fell completely silent as Fluttershy took a deep breath, her cheeks beginning to flush. "Um... Okay... Here goes... I... I like Mahara."

"Well of course you do, dear. I thought you were friends."

"I mean I *like* her... *I kissed her yesterday* like her." Rarity arched a brow, pursing her lips with what could either be curiosity or conviction. "It um... It just kind of happened... When I look at her... When I hear her voice... I feel like I felt when I was with Lucky. It's the strangest thing... From the first night I met her, I just felt this attraction to her..."

"When did you...?"

"I don't really know... She's the only mare I've ever had feelings like that for. I still like stallions... At least I think I still like stallions, but..."

Rarity slowly began to smile, gently placing her forehoof on Fluttershy's. "You don't need to explain yourself... I'm happy for you. I may not

understand it completely myself, but, if being in a relationship with her is what makes you happy, then by all means, you should pursue it.”

“I... Um...” The pegasus smiled, blushing. “Thank you. There’s um... There might be a problem, though. I... That is, she... I think she might be the monster that has been attacking everyone...” Rarity’s eyes widened, but Fluttershy continued before she could say anything. “Now I don’t know that for sure, and I’d like to think that it’s just my imagination, but... There are a lot of coincidences, and they’re starting to add up, whether I want them to or not... It’s just so hard for me to see it... Mahara is such a nice pony. She’s always helpful, she always listens when I need to talk about things, she’s been nothing but polite to all of you... But... It could all just be an act that I’ve swallowed all too willingly...”

The pair sat in silence for a minute or so, not quite making eye contact, listening to the low sizzle of water boiling off the rocks. Fluttershy wondered if perhaps she had said too much, idly following the purple curls of Rarity’s mane.

“That... Is certainly a troubling predicament...” Rarity bit her lip, glancing to the side briefly. “Have you told anypony else? What do you feel you should do?”

“No, you’re the first pony I’ve told... And... I’m going to talk to her about it... There um... She told me that she had secrets she wasn’t ready to share... Maybe this is what she meant...?”

“Maybe... I’d like to come with you when you decide to confront her. Just in case...”

“I don’t... That is... Thank you for offering, but... This is something I should do alone. I don’t think she’ll hurt me. I... I don’t think she *wants* to hurt anypony...”

Rarity gave a slow nod, pursing her lips again in a concerned pout. “Whatever you do, dear, be careful.”

In the few months since her last visit, the area of the spa reserved for massages and related body work had changed relatively little. The plants which decorated the room had grown a few inches, perhaps, and some of

the bottles lining the shelves had moved or been replaced, but the appearance was fundamentally the same. Fluttershy paused to consider why she found the static nature of the spa an oddity, only to realize that it was because she herself had changed so drastically. She had been too distracted during her previous visit to notice, but now that her mind was much less burdened, it was rather shocking. If Lotus or Aloe felt the same way in regards to her, they certainly weren't showing it.

Carefully, the pegasus climbed the steps to the raised platform on which she would receive her massage. What had once been a request on behalf of Rarity had now become incorporated into her visits; a pair of pillows were brought out for the pale unicorn no sooner than she had settled down. Even if she couldn't see with a thick green beauty mask smeared over her face, or cucumbers in her eyes, Rarity probably knew the interior of the spa like the underside of her hoof. The familiarity of it all brought Fluttershy a much needed feeling of calm. Since the presence of the spa twins and their hired help was a necessity at this stage of the treatment, the conversation had taken a much lighter tone.

"And can you believe the audacity of them all, canceling their order like that *after* waiting for me to buy all the materials? I've requested that they reimburse me for the costs but they haven't replied. If I didn't have to stay home and keep Sweetie Belle out of trouble, I swear, I would march right up to Canterlot, knock on Octavia's door and wring her little neck as soon as she opened up!" Rarity huffed several times, her masseuse coming to a complete stop, looking down at Rarity, and then at Fluttershy and Lotus.

As the pegasus tried to think of a way to respond, distracted by how good it felt to get a proper massage, she glanced through a nearby window. The sound of the rain outside had melted into little more than white noise, but now that she was watching the droplets splash and roll down the glass, the soft drumming of the rain resurfaced.

"I hope you plan on waiting until the weather improves, at least," Fluttershy replied, smiling timidly.

"Hmm?" Rarity turned to face her, still completely blinded by the green spread and the cucumbers. "Oh, yes, of course. I'm still amazed that you actually made it here, quite frankly. It looks absolutely horrid out there. I'm

not even sure how I'll make it home without undoing all the hard work they've done!"

Fluttershy could practically see the bit signs in Lotus and Quake's eyes. "Well, I didn't come from home. I was at Sweet Apple Acres checking up on Applebloom. It's about the same distance, though." She paused, biting her lip. "And um... Big Macintosh was attacked yesterday evening as well..."

The cucumber slices fell away from Rarity's face as her brow shifted, to which Aloe responded by retrieving a fresh pair. "Oh my... Is he...?"

"Oh, yes, he's fine now, but..." The pegasus paused, groaning under her breath as Lotus worked a stress knot out of her back. "It's almost hard to imagine, someone as big and strong as him getting attacked like that. He seemed a little embarrassed about it, actually."

"Well I don't really blame him. Think of it this way; until now, only fillies have been attacked, and then suddenly the strongest stallion in town is added to that list as well." She held perfectly still as a fresh pair of cucumbers were applied to her face. "It would almost be as if my dresses were suddenly listed with Sweetie Belle's... creations."

"I... I guess that makes sense... I just hope this stops soon..."

For the second time that day, Fluttershy was completely covered in mud. Not just covered, but submerged to the neck in the stuff, idly shifting her weight from hoof to hoof as the mud gave a weak attempt to pull her down. Rarity, who was wrapped up in kelp and looking completely ridiculous as always, had explained the significance of both the kelp and the mud, but the pegasus had forgotten exactly what it was that made them so important to their spa ritual. Though the beauty mask had been wiped away, Rarity's eyes were still hidden behind a pair of cucumber slices.

*The things she goes through to stay beautiful...* Fluttershy giggled softly.

"I'm completely serious, dear! I shunned the idea at first, but really, there are a lot of full figured ponies in Equestria. Maybe not so much around here with the exception of Lyra, Mrs. Cake and yourself, but Manehattan? Filliadelphina?" The pale unicorn grinned, clearly getting excited, slowly

prancing in the mud. “An entire market I hadn’t even considered, and I would have the very best model for it right from the start!”

The thought struck Fluttershy as both novel and worryingly nostalgic. Memories of her brief run with Photo Finish came to mind, giving her cold hooves on the idea. On the other hoof, the thought of having outfits that not only fit but were tailored just for her was certainly a pleasant one, and she had greatly enjoyed helping Rarity make dresses. Fluttershy hoped that modeling in public would be out of the question. Rarity could have all the fame and attention, and that would be just fine with her.

“Well... I...”

“Don’t dismiss it right away, dear. Just, give it a little time, think about it, and let me know when you’ve made your decision.” Rarity lifted a hoof out of the mud, waving it around slightly. “I would have to get in contact with a few ponies anyway before we would even begin to get started on this project, but I think I’ve made enough headway into the world of high fashion that they’ll trust my inspiration when it shines.”

“Rarity, I would be more than happy to help you. Just, no um... no cameras, okay?”

“Oh heavens no. I would never do that to you again. You will be the inspiration, but not the poster child, as it were.” Rarity smiled, taking a few steps closer to Fluttershy, bumping into the rim of the bath. “If you *do* ever feel like some time in the spotlight, though, never hesitate to ask.”

“Thank you. I’ll keep that in mind.”

Outside, the downpour had softened to a light drizzle, a few ponies taking advantage of the waning storm to quickly go about their daily errands. A few distant rumbles of thunder served as a reminder that the storm had not passed entirely, however. In fact, from what Fluttershy could see from the windows, the cloud cover was as thick as ever, though sunlight filtered in through several gaps in long, illuminant fingers. Though her bathrobe was perhaps a bit too tight, the pegasus gave a happy sigh as she stepped out of the shallow pool she had been soaking her hooves in, glancing over to Rarity; the unicorn looked similarly relaxed, smiling fondly back at Fluttershy.

"I really missed this. Not that I didn't come here on my own, but, it's not really the same when I'm by myself. Actually, I did cancel a few spa appointments during our little sabbatical." The unicorn paused, looking thoughtfully out the window.

"Really? Why um... Why did you do that, if you don't mind my asking?"

"Twilight said that I should find something to do to keep myself occupied while I was trying to help you get well again, or I might get depressed myself. I'm not entirely certain how we came upon the subject, but she told me that archery was once the sport of nobility." She grinned. "It takes very precise and controlled magic to thread an arrow, she said, and even more so to hit a target. Well... I've been practicing a lot more now that it's warmer..."

"Oh my... You're not... You're not shooting animals, are you?"

"Goodness no. Of course not. You know me better than that, you silly girl."

The pegasus smiled. "Sorry. I'd like to watch sometime... If that's okay with you, of course."

"Absolutely. It does get a bit lonely out there."

By the time the pair had shed their bathrobes and approached the exit, the rain had ceased entirely, pillars of sunlight stretching down to Ponyville like spotlights from Celestia herself. Rarity smiled, hugging Fluttershy tightly, a gesture which the pegasus warmly returned. It felt as though a great burden had been lifted, knowing that her best friend was still her best friend.

"Same time next week?" Rarity asked with an air of hopefulness in her voice.

"Of course." The pegasus said, smiling. "I wouldn't miss it for anything."

V ^ ^ V

A long puddle marked Rainbow Dash's path through the Apple family farmhouse, from the front door to the bathroom. Big Macintosh had begrudgingly agreed to mop it up so that Applejack could spend a moment of privacy with her; a moment of privacy involving a bath. The pegasus was thankful that the tub was large enough for them both, but then, Mac used it as well so it had to be big. The blond mare smiled across the soapy water, but Dash had other things on her mind, only half acknowledging her. Apparently concerned, Applejack raised her voice.

"Yer still worried 'bout them clouds, huh sugarcube?"

"Hmm?" Dash focused in on Applejack. "It's... Yes and no. I mean, we can figure it out eventually, and it's not like the clouds are completely impervious, they're just stubborn. Unusually stubborn. It's almost like there's something holding them in place. Princess Celestia and her team are still looking into it, but they all agree the source of the problem is definitely magical."

Dash turned her attention to the window, watching droplets splash harmlessly against the window pane before rolling down the glass. Applejack was silent, probably waiting for her to say more.

"She told us that Cloudsdale has completely shut down weather production. Every able bodied pegasus is being tasked with trying to contain this mess until we find a solution."

Applejack drifted a little closer, and Dash could feel the blond mare's hooves against her flanks beneath the bubble clouded surface. The touch made her feel warm, suppressing a gentle, pleasant shudder.

"Well that don't sound too bad. Ya'll got a princess workin' alongside ya, so it ain't gonna be long till ya sort this mess out."

"Yeah... I know..." The blue pegasus heaved a sigh, then locked eyes with Applejack, trying to think of the best way to phrase what she was about to say, her expression heavy with worry. "AJ, I think ponies are starting to figure us out. What you and I are. One of the pegasi I was working with today, trying to beat back the storm over Ponyville... He made a joke about me playing in your orchard or eating your fruit, something dumb like that,



and I kinda snapped at him, ended up chasing him through the streets at one point.”

The blond mare snickered, resting a bit of her weight against Rainbow Dash, gently kissing her on the breast. Just having Applejack nearby was a source of relief to her, lifting a hoof out of the water to rub the back of Applejack’s neck.

“Sugarcube, we both knew that ponies were gonna find out sooner er later. An’, ta be honest, ‘sides maybe Rarity, Ah don’t think anyponys gonna mind.” She went quiet for a moment, then let out a little laugh, explaining before Dash could inquire. “Hell, Ah’m pretty sure Twi has’a crush on Princess Celestia, tha way she’s talkin’ ‘bout her an’ tryin’ ta impress her all tha time.”

“I’m pretty sure her first love is and always will be books. That girl is never gonna get laid.” They laughed, and then fell into a comfortable silence, embracing one another and listening to the rhythmic pattering of rain against the roof. “So what are we gonna do then? Cut our losses and let everyone know?”

“Dash, sugarcube, yew can do whatever yer comfortable with. Ah support yer decision one hundred percent.” The pegasus squeezed with her other foreleg, holding her close. “Oh, by tha way, did Mac show ya his lil’ griffon toy yet? Probably ain’t tha best weather ta learn how to use it, but he was mighty set on teachin’ ya.”

Dash loosened her grip, looking down at the blond mare, mouth bent with confusion. “Griffon toy?”

“Yeah. ‘s like a cannon, but smaller. Well... Kinda. Don’t shoot cannonballs er fireworks; ya load these lil’ cylinders inta tha barrels. Ah shot it once but Ah’m no good at it. He said maybe yew’d have better luck since yew can fly.” The pegasus felt Applejack’s hooves moving along her back, cradling her. She realized after a few seconds that the blond mare was imitating how the *griffon toy* was held.

“Gotta use both forelegs ta handle tha thing.”

“Sucks that I’m not a unicorn then. They could do it hooves free.”

“Huh... Ah bet they could.”

The drain gurgled around soapy water and the day's grime. As Applejack had intended, Rainbow Dash felt very relaxed, smiling as she looked at the blond mare from beside the tub as she finished drying herself off. Her thoughts still lingered on how to handle telling their friends about their relationship. She followed Applejack out into the hall, passing by Applebloom's bedroom. The filly stood by her window, looking out into the rain. It had lessened, but was still falling fairly heavily.

*That poor kid... Seeing her like this is way too weird. I hope she gets better soon... She stepped away from the doorway, closing the gap that had formed in her brief pause. Not just for Applebloom either... This is hurting Applejack too. She's strong, but... Everypony has their limits.*

“Say, didja see Fluttershy on yer way here? She left right before ya got home. Strangest thing happened when she left, too. Right after she stepped into the rain, Ah swore Ah heard Pinkie Pie.”

As Applejack set herself down on her bed, Dash gave her a look of concern. “Are you hearing things again, AJ? Maybe you need more sleep.”

“Maybe... Ah know Ah'll feel a lot better when that Mahara girl gets a hint and leaves town.”

Dash stayed at the foot of the bed, trying to process everything she had seen and heard over the past few days. “Alright. If you *and* Twilight think that Mahara is bad news, I'm going to trust in that. I'm not going to be a jerk to her or anything, but I'll keep a closer eye on her and let you know if I see anything suspicious.” She grinned, crawling onto the blanket to join Applejack. “Just because Fluttershy says she's alright doesn't mean she's alright. I mean, you remember how she handled the whole parasprite thing.”

“Ah just hope she ain't in over her head.” Dash nodded slowly as Applejack rested a hoof on her folded wing. “Fluttershy don't always see things fer what they really are...”

At some point, all five of the young ponies had stopped paying attention to where they were going. Only when Scootaloo realized that they had gotten thoroughly lost did Snips and Twist stop arguing. The rain had stopped, which didn't mean much since the leaves were still dripping with collected rainwater, and the cloud cover had become slightly less dense, but the few rays of sunlight that occasionally swept over the trees failed to pierce the gloom of the Everfree forest. Twist sniffled softly, her eyes beginning to water. The last thing Scootaloo needed was a sobbing filly on top of everything else.

"It's okay," the orange pegasus calmly stated. "Sweetie Belle and I have been in here before with Applebloom. Nothing to be afraid of. Just a big forest."

"A big forest full of all kinds of dangerous critters! Snails and I found that Ursa Minor in here, remember?"

"Oh..." After a moment Sweetie Belle added, "Yeah and Spike found that dragon too."

Scootaloo sighed. "And the cockatrice... Okay, so there are some dangerous, magical creatures living in the Everfree forest, but, as long as we're careful and we stick together, we should be fine, right?"

Snips and Snails looked at one another and shrugged, and Sweetie Belle tried to force a smile. Twist continued to sob quietly. Scootaloo sat down, trying to think of a way out of being lost. If she could fly, it would just be a matter of getting above the canopy and checking the surrounding areas.

*That's what Rainbow Dash would do,* she told herself.

She buzzed her wings several times, but to no avail. "This sucks! What are we gonna do?!"

"Why don't we follow our tracks?" Sweetie Belle looked down at her hooves, frowning as she noticed the mud clinging to them. "I mean we haven't been walking in circles or we would have been retracing our tracks by now."

That seemed to comfort Twist, her soft weeping settling into a heavy breaths.

“We could just keep moving, eh?” Snails stepped forward as he said this, pointing ahead of himself. “We’ve come this far, maybe if we go a little deeper we’ll find the monster. And besides, you can only go halfway into a forest.”

Scootaloo cocked her head. “What does that even mean?”

“Do I actually understand something none of you do, for once?” The colt grinned, first at Snips, then at everyone else. “Okay, it’s like this; once you’re in the middle of a forest, that’s pretty much halfway from any side of it. So if we’re in the middle of the forest, and we keep moving in a straight line, we’ll come out the other side eventually.”

“Okay, hold on...” Sweetie Belle furrowed her brow.

“Wow... Snails that’s...” Scootaloo grinned, shaking her head. “Okay, let’s keep moving forward then. Anywhere is better than here, especially once the sun goes down.”

“If the forest isn’t perfectly equal on all its edges, then you’re not always going to have the same distance from the center to the edge.” Sweetie Belle drew an egg-like oval in the mud, then pointed to it. “See?”

“We’re not here for geometry lessons,” Snips snipped. “Now let’s get going before the sun goes down.”

Scootaloo nodded and took the lead, checking back to make sure everyone was following. Twist stayed in the rear, gradually getting wet and looking much less eager to be on the adventure, but probably too afraid to head home on her own. Snips and Snails were in the middle, talking amongst themselves about how they planned to catch the monster, their plans entirely outlandish and impossible. Sweetie Belle trotted about even pace with the orange pegasus, carefully surveying the surrounding forest.

“You look pretty tense,” Scootaloo commented.

“Well this *is* the forest where we almost got turned to stone. I’m just being cautious.” Sweetie’s brow elevated as she turned her attention to the pegasus. “Also we’re hunting for a monster, why *aren’t* you tense?”

“I dunno, actually. I guess It’s just exciting to me. We’re going on an adventure, like-”

“Like your idol?”

“She’s not my idol! She’s just... Really cool.” Scootaloo could feel herself blushing, looking away from the cotton candy maned unicorn as she tried to regain her composure. “Anyway, that’s beside the point. This is exciting! Well, aside from getting lost. It’s like a calm before the storm kind of feeling.”

“It already rained, Scootaloo.” Sweetie Belle resumed her careful sweep of the surrounding forest as the orange pegasus heaved a sigh. “I think I get what you’re saying though. Maybe.”

“Maybe is better than nothing. Oh, hey, what’s that up ahead?”

The trees seemed to thin out ahead of them, a bit of light filtering in through the gaps. At first, Scootaloo figured that, like Snails had suggested, they had come out the other side of Everfree forest, but as they drew nearer, she realized it was just a clearing. Not just a clearing, either. There was some sort of body of water occupying the open space. The air had a humid, musty smell about it, and though the sky was visible through the opening in the trees, it had a brownish tint to it.

Twist said what Scootaloo was thinking. “A bog? In the middle of the foretht?”

“Looks more like a swamp, really,” replied Snails.

Snips trotted ahead, peering out beyond the tree line. “What’s the difference?”

“I dunno.” Snails shrugged, joining him. “I guess they’re the same thing, eh?”

Twist looked to Scootaloo and Sweetie Belle, still looking distressed. "Well, now what do we do?"

"We keep looking... I guess? This whole plan kinda hinged on the monster finding us and then we would go from there." Scootaloo sat down, leaning against a tree. "You were right, Sweetie Belle, this idea wasn't so hot after all."

The unicorn filly sat next to Scootaloo and smiled. "Hey, don't give up just yet. If you're right, when we do catch the monster, we'll be helping Applebloom. That's worth at least trying."

The orange pegasus returned the smile, nodding. "Thanks. Alright, yeah, we just keep looking then. Monsters are gross, right? Why not hide out in a swamp when they're not hurting ponies?"

"Do we have to? I want to go home and the bog it's really gross looking..." The red maned filly pranced about in place, eyes narrowed behind her glasses.

"You can go home whenever you want, Twist." Snips grinned back at her. "I'm sure all the nasty monsters in this forest would just love a snack."

Scootaloo arched a brow as she got to her hooves. "Snips, you're being kind of a dick."

"Don't you start too, Scootaloo! It's like everyone has a filthy mouth all the sudden!"

"Hey, what's a dick?" Sweetie Belle looked over the stunned expressions of everypony present. "What? Is it something bad?"

Scootaloo snickered and made her way to the edge of the bog as Sweetie Belle persisted with the question until Twist explained it to her. Her reaction got a laugh from everyone, but after that, an eerie quiet settled over the group. The orange pegasus thought about raising her voice on multiple occasions, but something about the place gave her the urge to stay silent. It wasn't necessarily creepy, because it was brighter there than it was in the forest, and it wasn't dead quiet either because of all the frogs croaking and splashing around.

Looking to the others, she found their expressions similarly heavy with worry. Sweetie Belle wasn't necessarily looking as worried as everyone else, Scootaloo included, but she was on her way there.

The orange pegasus couldn't bear it any longer. "I'm getting seriously weirded out. Does anypony else feel like..."

"Like we're being watched?" Twist looked around nervously, continuing in a near whisper. "Yeth, I'm getting that thame feeling..."

The others nodded before Scootaloo added, "All in favor of bailing and heading back to Ponyville?"

The decision was unanimous. They turned and quickly retraced their steps, rapidly nearing the tree line. A stagnant odor outpaced them, however, thick enough that it rolled over the muddy ground in a fog like cloud. Several long shadows unfolded over their path, covering them in the process. Scootaloo didn't have to look back to know what it was.

"Shit Shit Shit!" Snips broke into a gallop around the same time as Snails, but Twist was faster than them both, leaping over a bush and disappearing into the forest. "Wait damn it! Wait for us!"

Scootaloo was about to yell for Sweetie Belle to start running, but as a vicious roar shook the ground, the unicorn filly was off like a shot.

V ^ ^ V

Fluttershy had nearly forgotten what it felt like to feel so overwhelmingly happy. The weather appeared to reflect her mood, clouds gradually receding, more and more sunlight pouring down on Ponyville. Though she was a fair distance from town, looking back, she could see it come alive again, as busy as it would have been on any normal day. Perhaps even busier, considering that the storm had caused major delays in most ponies' schedules. For the moment, however, that did not include the pegasus. She had not a care in the world, singing along with the birds that gathered around her as she made her way home.

Provided that her talk with Mahara went just as smoothly as her meeting with Rarity, Fluttershy was sure that everything would be just fine. *It's all just a misunderstanding*, she told herself as she cleared the trees, approaching the hill on which her cottage sat. *I'll have a nice, long chat with Mahara about all this, and ask her to answer me as honestly as she can, then we'll talk to Twilight and sort this whole mess out.*

The pegasus slowed down as she reached the foot of the hill, considering what would happen if the red mare was responsible. *Even if she did bite Applebloom, and Scootaloo, and Big Macintosh... She didn't seriously injure any of them... And... Maybe she had a good reason...? Why am I even considering this? She... She bit several ponies... What should I say? How can I even help her?*

Her focus shifted the moment she got a good look at her cottage. From the foot of the hill, she could see that the window to the right of her front door had been shattered. At first, the pegasus thought it was just damage from the storm, but as Fluttershy drew nearer, a sharp pain stung the bottom of her hoof. She yelped, jumping back, lifting the hoof to examine the cause. Instead of a stinger, a piece of glass.

*Did the window shatter outwards?*

She looked over the ground carefully, taking slow and cautious steps with her uninjured hooves. Reaching the front door, she noticed that the window to the left had been opened. A chill passed through her, making her delay in entering. Fluttershy had heard of break-ins before, but had no memory of one occurring in Ponyville. Biting her lip, she leaned toward the shattered window. The jagged edges of glass were tinted red in multiple places with what she could only imagine was blood. The pegasus recoiled, debated running back to town, and then strengthened her resolve.

"Mahara? Are um... Are you in there? What happened?"

Silence greeted her. The pegasus felt her blood running cold.

With a deep breath, she nudged the door open just enough for her to see inside. All the curtains were drawn save for the ones for the window which had been broken. As she opened the door wider, she spotted them on the floor; ripped off the wall presumably by whatever had broken the window. A



sinking feeling had long since welled up inside her, bordering on panic and terror as she stepped inside her home. She was drawn to the broken window again, able to get much closer since the majority of the shards littered her front lawn. In several places, black and white hairs were stuck to the reddish smears.

*Did something... Jump through my window? Fluttershy glanced behind her as a something clattered in the kitchen. Maybe an animal just got startled by the storm and jumped out through the window in a panic? I'll need to find the poor thing... Pull out the glass and stitch it up... And... Where is Mahara? Did she decide to go out on her own?*

She took a few steps deeper into the room, then froze as she spotted something on the floor.

In the light pouring in from her opened and broken windows, a thick pool of blood glimmered softly, casting a crimson tinted reflection. A knife sat in the center of the pool, its handle sticking straight up. She realized that there were several other knives scattered around and in the pool as well. The pegasus cringed, wishing to shrink herself down and hide. The blood had come from something in dire need of her help, however, and realizing this, fleeing ceased to be an option altogether.

"H-hello? Whoever... Whatever you are... Are... Are you in here? Mahara? Angel? Please... Please let me know you're safe!"

Trembling, the pegasus reached for a lamp, bathing the room in light as it began to glow. Illuminated, she took in the full scope of the carnage.

A light trail of blood ran from a few paces outside the kitchen to the crimson pool, where the knives overlapped the edge, discounting the single knife seemingly stuck in the floor. Fluttershy was still uncertain if the source of the blood was a pony or an animal, but she had a feeling that it had come from the former. Mahara remained the most likely candidate, but the pegasus was also uncertain of which side of the knife the red mare had been on. There was a second trail; bloody hoofprints that started at the edge of the pool and seemed to lead into the kitchen.

Somepony had walked right through the puddle.

*Please, not Mahara...*

Approaching the kitchen, Fluttershy realized that while whatever had broken her window was likely long gone, the same pony responsible for the hoofprints might still be in her house. She found herself hoping that it was the victim and not the pony responsible for the violence. Her skin crawled, heart racing as she braced for whatever horrors awaited her just beyond the doorway.

*Anypony but her...*

Instead, she was met with an empty kitchen and a few more wet hoofprints. A piece of paper sat folded on the counter.

Before Fluttershy could examine the paper, a creak from behind made her jump, the pegasus pulling a one-eighty in the air. Angel threw up his forelegs, waving them around. The cupboard door was open just a hair, evidently where the bunny had been hiding.

“Oh, Angel! Are you alright? What... What happened?” Fluttershy’s eyes widened as the rabbit hopped onto the counter, pulled a butter knife out of a drawer and began to pantomime stabbing. “Oh my goodness... Is everypony... Did anypony... Die?”

Angel shrugged, looking uncomfortable just thinking about it.

“Was it... Was it Mahara? Is she the one who got stabbed, or... Did... Did she do the s-stabbing?”

The rabbit gritted his teeth with his brow furrowed, shrugging again, then pointed to the note, lifting it off the counter and holding it out to her.

“Did she leave this for me?” Angel nodded, waving it at her with urgency.

The corner of the paper was stained red, but had since dried. A few smaller drops had struck the paper in various other places as well. Fluttershy looked nervously to Angel, then unfolded it and began to read.

*"I'm sorry about your cottage, first of all. I plan to make that up to you, but there are more pressing issues that I need to attend to first. At the top of that list of issues is my apology to you."*

*"I'm sorry."*

*"I'm very, very sorry for lying to you about nearly everything. You've been patient and understanding, and I would have loved to explain myself to you when you arrived home today. But, since I have been stripped of that opportunity, you deserve at least a glimpse at the truth until I can tell all myself."*

*"You were right."*

*"You were right, Twilight Sparkle was right, and Applejack was right. I have only myself to blame for the aggression my presence is generating, and I don't want to put you at risk. Time is against me now more than ever, so forgive me for being so brief."*

*"For the time being, and until I've taken care of a few essential things, this is goodbye."*

Fluttershy stood there for several minutes, staring down at the bloody note. There it was, written plainly for her. *A glimpse at the truth*, as Mahara called it; the beginning of a confession.

Gritting her teeth, the pegasus let the note fall.

*I trusted you...*

She slammed her hoof against the counter, remembering the shard of glass only after it was ground deeper into her cut. She glared at the bloody shard, then ripped it out of her hoof with her teeth, spitting it into the sink. The pegasus took deep, slow breaths through her nose as she watched her blood spill out of the cut.

V ^ ^ V

"I'm fairly sure if we intrude that we would be extremely rude."

Twilight Sparkle persisted, trying the front door again only to find it as locked as it had been the first time. Zecora pondered the futility of a second attempt as she made her way to a window beside the front door. It slid open without issue. The zebra gave Twilight a cheery, slightly sarcastic smile, then gracefully crawled through.

The curtains she had passed through in slipping over the windowsill were light, but thick enough to keep the room blanketed in darkness. The fact that the sky had opened up with a fearsome downpour was not contributing to illumination either. Zecora spread her stance cautiously, poised to strike at a moment's notice. Twilight tumbled in clumsily behind her, but the zebra held her concentration, her gaze sweeping the room for movement or potential threats. After several careful scans, she eased up marginally.

"I had expected to find at least one of them home, but it would seem for the moment that we are alone." She paused, taking a few steps further into Fluttershy's empty cottage. "Well, now we are here, my friend. What is it that you intend?"

"This was kind of spur of the moment on my part, Zecora. I kind of assumed we would find Mahara here and confront her, or try and convince Fluttershy now that I have your support to back up my theories."

The zebra glanced back at her, narrowing her eyes slightly. "By confront you mean kill? Was that your will?"

"If we can find a nonviolent solution to this, I would prefer persuing that avenue instead."

Zecora turned, taking a step closer to Twilight, who watched her nervously.

"But if the creature insists on a fight, will you assist me in taking its life?"

Twilight shuddered, glancing to the side. "I... I'm not sure if I can... I had planned more on telling Mahara that she should stop what she's doing, and that we would be informing Princess Celestia of her actions." Zecora raised a brow, coming a few steps closer. "I had hoped she would just surrender. And... What about Fluttershy?"

“She would sooner kill you than surrender herself. Thus far, we are lucky she has relied on stealth. That she has refused to harm Fluttershy is a mystery to me...” The zebra turned away, venturing deeper into the darkened cottage. “She is nothing more than a monster in pony form, you see. We will all sleep safer the sooner we kill her.”

“What happens if we don’t kill her?” Twilight’s hoofsteps came slowly, following Zecora at a distance.

“Then Equestria is likely to see dark times indeed... Do you still doubt that this must be done with speed?”

“I understand, it’s just, we’re breaking into Fluttershy’s house and all.” Twilight continued on ahead, pausing in the doorway to the kitchen. “Maybe I should have thought this through.”

Zecora checked her surroundings again, looking back at her and shaking her head. “We do this not without just cause. We commit one wrong to prevent worse loss.” It occurred to her that Twilight was still situated behind her.

The purple unicorn’s eyes went wide with fear. “I... I didn’t say that... That isn’t me!”

Zecora turned, finding herself at point blank range with a pair of glowing green eyes.

“Boo.”

The zebra curved like a whip, bringing a forehoof against the side of the green eyed pony’s face with a wet sounding snap. She narrowly dodged as the pony swung at her, a glint of metal showing through the low lighting. The figure approached, very slowly, illuminated for the blink of an eye as lightning flashed.

Mahara in the flesh; thick rivers of blood flowed from between her lips and down her neck.

"I deserved that, sure." She took a few steps closer, eyes burning through the darkness. "Taking a swing at you was reflexive after you broke my jaw, though, so don't hold that against me."

"Your time in this world is at an end. Your existence, today, I aim to expend."

Zecora took another step back as Mahara continued to advance. "I'd rather do this Twilight's way, I'm afraid. If you really, really want to spill my blood, though, I'm going to make you cover my losses personally, and if I do that, I'm not making any promises that you'll survive."

Another flash revealed the array of knives held tightly in her fleshy coils, fanned out around her body like peacock feathers.

"D-did you hear us talking, then?" Twilight swallowed heavily enough for it to be audible, and without looking at her, Zecora could guess that she was backing up toward the window.

"I did. And I don't intend on *killing* anypony, but your friend here is going to make that very difficult if you don't reign her in." She stopped her advance, holding the knives defensively. The zebra paced before her, glaring.

"You will surrender yourself to Princess Celestia, then?"

"No. I've been imprisoned long enough, I think. And if Celestia is ready to forgive Luna for what *she* did, then I think she should consider doing the same for *me*." She lowered her knives, smiling. "I can be different this time. I didn't know how to control it then, but... This time, it will be different. Tell her that."

Twilight and Mahara locked eyes, the purple unicorn frozen to the spot. The opening was clear. Zecora rushed in, leaping over the wall of knives and flesh, burying a hoof in the side of the red mare's neck. There was a sound somewhere between a pop and a crack as the mare tilted her head in the direction of the blow, dropping all her knives and falling limply to the floor. Twilight gasped in the corner, but the zebra could not be distracted.

She grabbed one of the knives off the floor, holding it between her forehooves, and aimed it down at the base of Mahara's skull. Green eyes rolled up at her, narrowed, fangs bared.

"Will. You. **STOP!**" Her voice echoed, as though many were speaking as one.

The zebra felt a pressure on her hind legs, her torso. She had been ensnared, but her forelegs remained momentarily free. With a near feral cry, she mustered all her strength and drove the knife home, plunging it through red coated flesh and feeling it stick in the floor on the other side of the creature's neck. Mahara's blood splattered against the floor like water from a broken pipe. Green eyes exploded to red, and then grew distant, as did the rest of the room, glass clinging to Zecora's body as she was thrown through a window. An unnatural howl reverberated through her body as a red mist followed her through the window like a cloud of parasprites.

*Engage the beast... How foolish was I? Is this truly how I am to die?*

Zecora knew that she had failed her people, the ponies of Equestria, and every living thing on the planet. Somehow that seemed even worse than her swiftly approaching death.

As the mist enveloped the zebra, a sensation like thousands of tiny needles burrowing into her through her pores wiped her mind with a wave of pain, intensifying by the moment. It held her there, several feet above the ground, her blood starting to run as the mist began to peel away her flesh in thin strips. Zecora could feel the hatred, the lust for blood, knowing that in seconds she would be torn apart, consumed by it right down to her marrow.

Twilight's voice sounded so distant. "Mahara! You don't have to do this! Please!"

And the peeling slowed.

Zecora felt her body drop a few feet, still cradled in the humid, suffocating, paralyzing mist that Mahara had dissolved into. Somehow, she could feel it considering her as it hesitated. With a low, disembodied growl, the bloodied zebra was released, tumbling into the wet grass like a broken doll. The mist

condensed back into a pony, glaring at down at Zecora with eyes that faded back to green.

“I want to prove you wrong, so remember this moment...” Mahara growled, looming over her so that the red mare blocked her view of the sky. “I have spared your life, even though you felt justified in trying to end mine. But, I will not show the same compassion should we come to blows again.” With that, she disappeared into the trees.

For what felt like an eternity, the zebra lay on her back, gazing up at the distant sky as rain fell from the clouds like tears. She could feel a number of gashes spread out over her body, some worse than others, some still jutting with shards of glass. Hundreds of smaller, longer cuts marred her flesh like red stripes. The rain felt soothing against her wounds, washing away freshly flowing blood.

“Zecora!” Her body ached as she craned her neck in the direction of Twilight’s voice. “Oh my gosh! Zecora, are you...?!”

“Wounded, yes, but not fatally. I have healing potions in the form of tea. But I think it best that we take our leave, lest the monster decide to rethink my reprieve.”

The world rolled and shifted as the zebra got to her hooves, droplets of blood splashing the ground under her as she made her way back uphill. Twilight followed at her side, never taking her eyes off of Zecora, which she assumed was for fear that she might collapse. Her injuries, save for the shards of glass sticking out of her in several places, were largely superficial. Had Twilight hesitated even a moment longer, however, it would be a much different story. She shuddered, putting the thought out of her mind.

*This time I was not prepared...* Zecora glanced at the window as she lifted herself onto the lid of her chest. *Next time, it is the monster who should be scared...*

V ^ ^ V

Regardless of what Zecora had repeatedly told her, Twilight Sparkle was almost positive that the zebra looked faint, as if she would lose



consciousness at any given moment. Still, she maintained control over her enchanted trunk, drawing all kinds of strange looks as they thundered into town on what was otherwise a piece of luggage supported by dozens of ghostly legs. Twilight had neither the time to explain the trunk, nor why Zecora was bleeding, however. The zebra gave one last command, and the legs skidded to a halt, dropping the chest roughly in front of the library.

The trip from Fluttershy's cottage to the library had been much more dry than the trip from Zecora's hut to Fluttershy's cottage, and for the break in the rain, Twilight was thankful. She hopped off the lid, bounding up the steps, and knocked on the door several times. She received no response.

"Spike! I'd like to come in! Hint hint!" She glanced back, the zebra lingering by her belongings and ignoring the growing crowd, most likely gathering the materials she would need to heal herself. "Spike you're being very irresponsible! This is serious!"

Twilight waited another minute before unlocking the door herself and stepping into the library. The interior was dim, specks of dust filtered through rays of sunlight let in by the windows. Still not a peep from Spike. No stirring of any sort, not even the scrape and click of his claws against the floor. The library was completely still, and without Spike's usual, friendly greeting, it felt eerily vacant.

"This isn't funny anymore, Spike! We have an emergency and I need to send Princess Celestia a letter as soon as possible!" No response.

*Maybe he's asleep? But why would he be? It's not that late in the day...*

There was one last thing she could try to get him to respond. "Spiike, Rarity is here! She says she wants to see you!" The silence continued, and her frustration mounted. "Wet, sloppy make-outs with Rarity, Spike! Come on!"

"Spike is still very young..." The zebra commented in passing, carrying a homemade looking satchel toward the kitchen. "Do you not feel you are jumping the gun?"

The purple unicorn was too irritated with and increasingly worried about Spike to respond to Zecora's sly remark, looking around nervously as she tried to imagine why he had failed to reply.

Evidently sensing Twilight's distress, the zebra smiled and shook her head. "My good friend, do not fear. Surely he is very near."

"This couldn't be happening at a worse time. I... I need to write my thoughts down while they're still fresh and organized. Where's my quill...?"

"Should I search for him as you write? My unfamiliarity with your home may well bring him to light."

Twilight was only half listening, nodding and waving her hoof at Zecora as she grasped her quill with her magic, dipping it in an ink well. The zebra disappeared into the kitchen, no doubt the source of softly clattering cups as she prepared her medicinal tea.

*Dear Princess Celestia,*

*Understand that when you receive this letter, there has already been a considerable delay, as Spike had gone missing. I probably should have written back to you immediately after your last letter, but I assumed that knowing more about what we may be facing was the more rational course of action. In short, there is a dangerous, potentially deadly creature lurking around Ponyville. It commonly assumes the form of a red earth pony mare, and calls itself Mahara. I am almost positive that this creature can change its form, so the fact that it frequently manifests as a female is potentially a ruse.*

*So far, I have observed the following personally:*

- The creature cannot enter a building without permission from the owner. Once permission has been granted, however, the creature may come and go as it pleases.*
- The creature is affected by direct sunlight, and quite possibly weakened to a large degree.*
- Potential evidence to support my shape shifting theory: it would seem that the creature cannot change the color of its eyes while assuming another*

*form, as all ponies exhibiting the signs associated with the Mahara entity, including an imitation of Rainbow Dash, have had green eyes.*

*-The creature can dissolve itself and travel as a fine red mist.*

*-The creature is able to withstand injuries that would prove fatal to a normal pony.*

*I had waited to ask Zecora, a zebra friend of mine, if she knew anything more about the creature we are faced with. She has provided me with a wealth of information, and a good deal of it coincides with my own observations. However, you should know that, according to the zebra folklore which Zecora recounted to me, the creature has some sort of direct connection with Nightmare Moon. I am aware that Nightmare Moon has been defeated, but as a precaution, I advise that you either directly address Luna with this issue or place her under surveillance until there is proof for or against her involvement with the presence of this creature.*

*The creature addressed me personally when we attempted to confront it not long before writing this letter. It expressed that it had no interest in killing anypony, but became extremely violent when provoked by Zecora. I pleaded with it to reconsider its actions, however, and it left us peacefully. It also suggested an interest in audience with you to discuss terms of some sort regarding its freedom. Lastly... These are not my words, but she, that is, the monster itself, asked me to convey this message to you:*

*"I can be different this time. I didn't know how to control it then, but [sic] this time, it will be different."*

*I'm not entirely sure what to make of this myself, nor am I able to discern the motive of the creature. Your immediate correspondence is desired as I am not entirely certain what course of action should be taken, if any at all. I do however plan on holding a meeting tomorrow to inform the citizens of Ponyville that there is a very real threat in this so called Mahara.*

*Again, please respond as soon as possible.*

*Your faithful student,  
Twilight Sparkle*

Twilight had assumed that writing the letter would make her feel better, but without Spike to send it, she was reminded of his apparent absence and

only felt worse. The library was pristine, so it wasn't as if the creature had forced it's way in somehow, and Twilight knew that Spike was smart enough not to let it inside, especially after receiving the order from her to restrict access to the library. However, with no way to tell where he was or whether or not he was safe, her mind was quickly becoming a blur of panic. She rolled up the parchment, sealed it and calmly set it on the desk, then stumbled away from her seat as the anxiety took hold.

"Zecora, what if he ran away again?! I shouldn't be have been so hard on him... He's just a baby dragon..." She fell to her knees, her fear so intense that a wave of nausea rolled over her. "He's like a brother to me, Zecora... I hope he's okay, wherever he is..."

The zebra leaned out from the kitchen, regarding Twilight with wide and confused eyes. "Twilight Sparkle, calm yourself. In this state you will be no help. If he is like a brother, as you say, then surely you will see him before the end of this day."

Sniffling just a bit, the unicorn nodded, getting back to her hooves. "Yes, you're right. I need to think about this rationally... Where do you think we should start looking for him? Do you think he went to the Everfree forest? Or maybe we should just wait here and hope he comes back home?"

Before Zecora could answer, there was a tiny knock at the door. A few seconds passed before Spike's muffled voice drifted into the room.

"Hey, I uh..." There was a pause, the embarrassment in his voice carrying very well through the door. "I kinda locked myself out, Twilight."

Narrowing her eyes, Twilight looked back at Zecora. "Do you think maybe he's just careless?"

Zecora smiled, shaking her head again. "A moment ago, did you not lament that perhaps your words were too harshly spent?" She dipped back into the kitchen to finish preparing what Twilight assumed was her tea.

The unicorn sighed softly in agreement, making her way to the door, floating her key along beside her. Outside, the sun was just beginning to get familiar with the horizon, long past noon, but not quite dusk. Spike smiled up at Twilight, waving.

“Sorry about that. Rarity came by and asked me to watch Sweetie Belle while she spent some time at the spa. I kinda lost my key somewhere between then and now.” He shuffled his foot a bit, looking down. “And I know I was supposed to watch the library, but I figured as long as I locked up when I left, everything would be fine.”

“It’s alright, Spike. I was just worried because I didn’t know where you were.”

“Yeah, I probably should have left a note...” The dragon twiddled his fingers, looking down, and then peering up at her. “You’re not gonna make me sleep outside or something are you? For leaving without leaving some kind of note or for losing my key?”

“What? Spike, quit being weird and get in here.”

No sooner had the words left her lips did Twilight feel a sudden surge of paranoia come over her. Spike crossed the threshold of the library as though nothing were out of the ordinary, stopping when he saw Zecora standing by the kitchen. The unicorn glued her eyes to the pint sized dragon, shutting and locking the door behind him.

“Oh hey! Zecora is visiting?” Spike gave a little wave, grinning widely. “Hi Zecora!”

The zebra smiled, nodding in greeting, then turned her attention to Twilight, once again taking note of the unicorn’s troubled expression. She had finished her preparing tea by this point, looking to be in much better shape as the healing magic visibly mended her wounds with every sip.

“Yes... Zecora will be staying with us since the monster attacked her at her home. I’d like to have a word with her in private, though.” Making sure she was out of Spike’s line of sight, she frantically pointed to the kitchen.

“Oh, don’t mind me then!” The dragon looked around the room, seating himself at the writing desk.

The zebra watched Twilight as the unicorn crossed the room, tilting her head in confusion, following her into the kitchen all the same. Once inside,

the unicorn looked around the corner to make sure Spike was still seated and out of earshot. She motioned for Zecora to move closer, craning her head forward so that she could speak at a whisper.

“Zecora, I think I just let Mahara in.” The zebra’s eyes shot wide open, glancing to the doorway. “How do we make sure it’s really Spike and not an imposter?”

“If you are in possession of an image of Celestia’s sun, presenting it to Spike will show us what must be done.” The zebra looked around the room before fixing her gaze on the doorway again. “My friend, we must make haste. Every second in conference is a second we waste.”

“Okay. I have a pendant like that lying around that should work. What... What do we do if it’s the monster?”

“The sun maintains its grip on the land. If the creature has trespassed, we make our stand. This is not something I can do alone, so this time do not hesitate when its cover is blown.”

Twilight nodded, and the pair of them reentered the foyer, diverging to either side of Spike as they crossed the room. A thought occurred to the unicorn before she reached the sun pennant, however. She raised a hoof, and Zecora slowed to a stop.

“Hey Spike?” The dragon looked back at her, smiling. “I have a letter I need sent to Princess Celestia. It’s on the desk there.”

“Oh? Right now?”

Zecora narrowed her eyes, shaking her head subtly, but Twilight persisted. “Yes, right now. It’s right in front of you.”

“Uh...” The dragon glanced down at the desk, then back at Twilight. “Are you sure you shouldn’t look it over a bit more first? I mean, you read that book again, right? Maybe you want to make sure all your notes are correct?”

Twilight began to move again, eyes locked with Spike as she made her way to a shelf holding a picture of Celestia and a necklace. The necklace

was a gift from the princess herself, but now its importance to the unicorn extended beyond sentimentality. She wrapped it in her levitation magic and slipped it around her neck, a charm in the shape of the sun dangling from the chain.

"I never read the book, *Spike*. You would know that if you weren't a monster in disguise."

"Okay, you got me. I figured I would try to take the offensive this time." The imposter turned to Zecora, narrowing its eyes. "And you, remember what I said. I meant it. Don't give me a reason to show you just how much."

"A threat from the beast, how very cute." The zebra spat in its direction, glaring. "With the sun to aid us, you'll find me resolute."

"As much as you seem inclined to barbarism, I would still like to try and settle this with diplomacy."

Twilight stomped as she stepped forward. "What have you done with Spike?!"

"Spike? Oh, he's perfectly fine, I guess. He's probably still at Rarity's." The imposter snickered. "Let's return to the task at hoof, however. You have something that is rightfully mine. If you return it to me, I will leave without a display of aggression. You seem to have hidden it, however, or else I would have taken it and left while the two of you were plotting against me in the kitchen."

"Property is what you seek? Twilight, of what does this monster speak?"

"The book. Of course you want the book. It's the key to sealing you up again, isn't it?"

The monster in Spike's image stepped away from the desk, slowly approaching Twilight as Zecora kept a constant distance behind it. Mid stride, as it left the golden rays of the low hanging sun, it exploded into a fine red mist, reforming as the red mare Twilight Sparkle had grown to despise.

Mahara came to a stop several paces from the unicorn, tendrils of flesh twisted around themselves, folded against her back like a bed of snakes. She looked back at Zecora, snorting softly before returning her focus to Twilight.

“The fact that this particular book is the object in which I was imprisoned is irrelevant. I could have just as easily been sealed away within the moon. I could have just as easily been slain, at that, but your mentor seems to favor longer, more thought provoking punishments. Nightmare Moon, or Luna, if you prefer; she seethed in her lunar cell, plotting revenge. I, on the other hoof, looked inward, focusing on the hows and whys of my incarceration instead of what I planned to do when I was free.”

Twilight and Zecora slowly circled around Mahara as she tried to get them both in her sight, but they maintained their distance, keeping her between them. “Are you trying to tell us that you’re reformed? Was that the point of your message to Princess Celestia?” The unicorn skirted along the shelves as Mahara tried to get her back to the wall.

“It may be hard to swallow from where you stand, but I’ve come a long way to reach this point. I apologize for losing my temper back at Fluttershy’s cottage, but it’s difficult to maintain my composure when someone is trying to murder me. You understand, I hope. To that end, I’m sorry for what I did to the fillies, Applebloom especially...”

“And what did you do to her, exactly?”

“What I very nearly did to Fluttershy. Something that I had no need to do, and I regret it entirely. Really, if the two of you will kindly *stand where I can see you*,” she glared back at Zecora, then quickly returned her attention to Twilight. “I’ll gladly explain everything. But first, I need the book. Please. That’s all I want, and then you two can beat the hell out of me if it will make you feel better.”

Twilight considered that, glancing to the drawer where she had hidden the book in question. Mahara traced her gaze to the spot and smiled, turning toward it. Before the red mare could reach the desk in question, however, the unicorn pulled the drawer open with her magic, swiftly levitating the book to her side.



"I don't have any reason to trust you, Mahara." The unicorn floated the book behind her as Mahara turned toward her, brow furrowing. "Deception seems to be your favorite card to play whenever somepony has something you want. For all I know, you have no intention of discussing much of anything with Princess Celestia, and once you have the book, you'll use it to further whatever schemes you have in mind."

"Considering that I could have easily turned to violence, a few harmless lies seemed to me like the more rational option." The red mare took several steps forward, stopping when Twilight lifted her sun pendant.

"A few harmless lies?! You're using those lies to drink blood from innocent ponies! While impersonating their friends, at that!"

"I never said I was proud of my actions... You think I like lying to everypony I meet? You think I like the fact that I need to drink a pint of blood every day just to survive?! You have *no idea* what this is like! I never asked for *this*! If I had known what I would become, what other ponies, even my *own family* would think of me, I would have told Luna that I... I would rather she just let me die..." Mahara fell silent, looking out the window for a minute as Twilight held her breath, ready to use her magic if necessary. "But... You know what they say... Misery loves company."

"What are you trying to accomplish, then?"

"What anypony, any living thing tries to accomplish, really. I want to live, free of persecution, if possible. I don't want to be the thing that goes bump in the night anymore."

"If what you say is not more lies," The zebra circled around to Twilight, looking first to the unicorn, then back to the red mare, "To behave as you were would be unwise."

"I don't have a choice... You think ponies will just let me drink their blood if I ask nicely? That's a real laugh. If I don't drink fresh blood on a regular basis, I'll die. I don't have the time to get ponies to trust me enough to become my personal blood donors."

"Well..." Twilight began, lowering the pendant. "Why don't you wait here until I contact Princess Celestia? Maybe we can help you. I'm sure she-

"I'm sure she'll put me right back where I was. This isn't as simple as turning me back into a cute little filly, Twilight. This spell only goes one way, and my very existence is a reminder that Luna tried to betray her." She began to advance again, slowly, carefully putting one hoof in front of the other. "I'm not ready to see her. Not yet... There are things I need to do first, and at the top of that list is getting my book back."

"Why is it so important to you? Why would you risk coming here in broad daylight to get it back?"

The red mare froze in her tracks, glancing to the side. "It's... It's my diary. The only remaining record of my life. Do you even know how a sealing spell works? You have to bind the victim to something that is emotionally significant to them. For Luna, obviously the moon would be the object of choice, but for me... She could have sealed me in the moon with Luna, but isolation is part of punishment, isn't it? She had to use something that contained my emotions, all the fear and anxiety I was experiencing..."

"And how am I supposed to believe any of this, Mahara? All you've done until now is lie. What proof do I have that this is any different?" The room suddenly became dark. Twilight looked to the window as clouds obscured the sun. "You have only yourself to blame for the situation you're in."

"If this as far as diplomacy will take me, then I see now that force is the only option after all. Remember that I tried to settle this peacefully. You have forced my hoof." The cords of flesh against the red mare's back began to unwind, stretching out around her.

"You are a monster that cannot speak truth." Zecora lowered herself, ready to strike. "You, yourself, have forced your own hoof!"

The zebra launched herself at Mahara just as Twilight reached out for the red mare with her magic, but Zecora simply passed through her as she evaporated into a red mist, weaving around the unicorn's attempted restraining spell and swirling toward her. Eyes wide, Twilight stumbled out of the way, just in time to watch Mahara engulf the book with her intangible form. As the unicorn levitated her pendant toward the mist, it receded slightly, but maintained its grasp on the book, pulling with a force equal to that of Twilight's magic.

Out of the corner of her eye, Twilight saw Zecora opening a small pouch and dipping her snout into it. Seconds later, the zebra was blowing a golden powder from her lips. It billowed out like a cloud, and the red mist swirled frantically to avoid it. The unicorn felt it in her nose as she inhaled a moment too late, her concentration breaking as she sneezed. Book in tow, the mist flooded the other side of the room, solidifying back into a mare.

With the book held in her mouth, Mahara wordlessly glared at them, her tendrils intertwining and then spreading not as individuals, but as enormous, bat-like wings. With a single stroke, she propelled herself backwards through the window, quickly becoming a blurry silhouette on the horizon.

Several minutes passed in silence as Twilight attempted plan her next course of action. In that time, the sky began to clear once more, sunlight washing over Ponyville. The first words to her lips had little to do with either of those things, however.

“What was that just now? The powder trick, I mean?”

“If you should you find that your magic does not meet your needs, know that the creature is averse to sunflowers and their seeds.” The zebra trotted into the kitchen, retrieving a dried sunflower head from within.

“Sunflower seeds?” The unicorn raised a brow. “You’re kidding.”

Zecora smiled, dropping a mouthful of sunflower seeds into an empty pouch. “Would it be less strange were she averse to garlic instead? Believe me my friend, the sunflower dust is the reason she fled.” The zebra dropped the pouch, twisting her hoof on top of it, pulverizing the dried seeds within.

“Zecora, I need to find Spike. Princess Celestia needs to get that letter as soon as possible. Will you stay here and guard the library for me while I go out and look for him?” The unicorn began a trot to the door, looking back at Zecora as she awaited a reply.

“Of course I will, be safe, my friend. But on the creature’s words I would not depend. Thus far no creature has been maimed, and I pray for Spike’s sake that has not changed.”

“Me too... Well, if she said she got him to go to Carousel Boutique, that’s the first place I’m going to look. If he comes home before I do, though, have him send the letter.” Twilight paused at the door, looking down at the lock, and then the broken window behind her. “If Mahara comes back... Please don’t try to fight her. Stall her if anything. Your life is more important.”

“Twilight, I appreciate your concern, and from these encounters I have learned. But should find I have the advantage, know that creature will find me more than she can manage.”

Twilight hesitated, her key floating beside the lock, but the zebra gave her a nod of encouragement, then shouted a command in her native language. As Twilight opened the door, the chest outside came to life once again, somehow squeezing through the doorway and scuttling up to Zecora. Smirking, the unicorn stepped out into the early evening, an orange glow just barely settling on the horizon as the sun prepared for its descent. She turned her gaze in the direction Mahara had flown, feeling dread at the prospect of the coming night.

*She’s not going to be happy when she realizes that isn’t really her book... I just hope this doesn’t mean something even worse for the rest of us...*

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# Chapter Five

## A Matter of Survival

Rarity stood in her doorway, trying to make sense of the situation.

Outside, the sun had dipped low enough on the horizon that the orange glow of evening passed beneath the clouds over Ponyville. While still oppressive and gloomy, the clouds in question had broken up to a small degree, offering up glimpses of the darkening sky and a few twinkles of starlight. Twilight Sparkle paced frantically just beyond the door, looking around with a wildness in her eyes as the words poured out of her mouth. With some difficulty, Rarity was able to catch the gist of what Twilight was trying to explain. She cleared her throat and made an effort to clarify.

“Just calm down, dear... So, you’re saying that... Mahara disguised herself as *me*, led Spike here, and then disguised herself as *Spike* to slip into the library?” Twilight nodded rapidly, and the pale unicorn bit her lip. “Well... I’m sorry to say this, Twilight, but Spike isn’t here; at least, not anymore. He was definitely here at some point, however. There are enough gems with bites taken out of them to make that abundantly clear.”

“Damn that mare... Monster... Ugh...” Twilight rubbed the side of her face with a forehoof, evidently much more prone to profanity when distressed. “Alright. Thank you, Rarity. I guess I need to start looking around town, then.”

Rarity gave a single nod, then shifted her weight uncomfortably. The pale unicorn spoke her mind before Twilight could inquire.

“I seem to be experiencing a similar problem... I don’t suppose you saw Sweetie Belle on your way to the Boutique?” Twilight’s eyes maintained their wide, panicked appearance, which Rarity took as a *no*. “Normally, I wouldn’t be so concerned about her coming or going. Fillies will be fillies, after all. But... I told her that, if she wasn’t at school, I wanted her to stay inside. Just to be safe. And now you’re telling me that... *thing* lured Spike here. What if she took my sister?”

“Oh my gosh... Should we organize a search party?”

Rarity was about to give her answer when a muddy, curly maned filly rounded the corner. Sweetie Belle froze on the spot, looking as startled to see Rarity as Rarity was to see her. Twilight stopped pacing, turning her head and regarding the dirty filly with similar confusion.

“I... I don’t really wanna go to any parties tonight, if that’s okay with Twilight...” Sweetie Belle mumbled as she drew neared. “I just wanna take a bath and go to bed.”

The filly passed wordlessly between Rarity and the doorframe, keeping her gaze low as her older sister’s shock faded to a mixture of anger and irritation. The pale unicorn stopped glaring when Sweetie Belle had disappeared into the hallway, returning her attention to Twilight.

“Rarity, what color were her eyes?”

“The same color they always are, Twilight. She’s the genuine Sweetie Belle.”

“Well... That’s one problem solved, I guess...” The purple unicorn lightly kicked the ground with a forehoof. “I’m gonna start looking for Spike, though.”

“I’d like to come with you, dear, but I think it would be best if I stayed here and kept a closer eye on my sister.”

“I understand.” Twilight turned to leave, only to glance back at Rarity. “Oh, don’t forget, I’m holding a town meeting in the morning. I might as well let everyone know now while I’m out looking for him.”

“Alright, I’m sure I’ll be able to attend. Good luck finding Spike!”

The purple unicorn nodded as she departed, trotting off to the next house. The front door closed, the greeting bell jingled, and Rarity turned her attention to her younger sister. She had expected to hear the bath running, but as she crossed the shop floor, she was greeted with the muffled sound of Sweetie Belle’s voice. She paused at the hallway’s entrance, glancing down toward Sweetie Belle’s bedroom. The door was closed. As Rarity

approached, she realized that the filly wasn't just talking to herself. Her first instinct was to barge in, but she settled on discretion instead. Carefully, the pale unicorn pressed her ear to the door, attempting to identify the second voice in the room.

"I just saw them a little while ago." The voice was familiar, belonging to another filly. It clicked seconds after hearing her speak.

*Scootaloo*, Rarity concluded, *Sweetie Belle is talking to Scootaloo*.

"They're a little shaken up about the whole thing, but they'll be fine." *Scootaloo's* voice became heavy with worry after a short pause. "They uh... They don't know what happened to Twist either, though."

Sweetie Belle sighed. "I told you splitting up was a bad idea..."

The pale unicorn lowered her head, peering in through the keyhole. Sweetie Belle was alone, but she stood before her window, looking down. Clearly, *Scootaloo* was outside.

"I know... What else could we do, though? We'll look for her in the morning, I guess. Worst comes to worst, we'll just have to tell an adult about it."

"*Scootaloo*... You're sure we lost it, right? And they're sure too? I... I hope Twist got away, but... If she leads it to Ponyville..."

"Yeah... Yeah, I know. Like I said, we'll look for her in the morning if she doesn't find her way back before then."

"Do you think..." Sweetie Belle hesitated, her voice wavering. "Do you think she's okay?"

"Yeah... I hope so, anyway... I'm gonna get going. Sorry about dragging you into this."

"You couldn't have known this would happen, *Scootaloo*. Don't blame yourself."

Without a word further, the sound of approaching hooves caused Rarity to step away from the door, but not to hide. She adjusted her stance, and

when Sweetie Belle opened the door, she found Rarity glaring down at her with disapproval. The filly's eyes widened as she attempted to back up, but with a single ***ahem***, she came to a complete stop.

"Would you care to explain what that was about? Or why you're covered in mud and twigs?" Rarity craned her neck forward, lowering her head without reaching eye level.

Sweetie Belle shrank back, grinning nervously. "I- We- Uh- It's- Nothing happened, sis. Everything is A-Okay." Rarity lowered her brow, tapping a forehoof on the floor. "Well, see, Scootaloo thought that we would try and track down the monster, because she wanted to help Applebloom, and uh... We ended up in the Everfree Forest."

"Just you and Sootaloo? Didn't I hear you say Twist was involved in this as well?"

"Oh! Well, yeah, she came with us and Snips and Snails. But we didn't find the monster, so we uh... So we split up to better our chances. That's what Scootaloo said, so that's what we did."

"And Twist got lost in the Everfree Forest?"

"No, she uh... She wandered off on our way back to Ponyville. She was arguing with Snips and said she didn't want to play with us anymore, so she went home by herself. We haven't seen her since."

"And what is it that you're worried she'll lead into town?"

There was a long pause, during which Rarity stopped tapping her hoof.

"Para...sprites?" Rarity's brow shot up at that. "We found a few and they started following us. We tried to lose them in the forest, but they wouldn't leave us alone. They were following Twist when she left us... We kinda think she's gonna keep wandering around until they leave her alone, but if not, she'll bring them back into town."

"Well then..." Rarity straightened up, pondering what she had just heard, comparing it to what she had heard while eavesdropping. "I agree. I hope she gives those dreadful creatures the slip before trying to return home."



“Yeah...” Sweetie Belle stood in silence, looking down at the floor.

*Of course, it's only natural for her to feel ashamed after disobeying me like that, or so Rarity assumed.*

The purple maned unicorn smiled, reaching down to nuzzle her younger sister. “Now now, no need to stand there sulking all night. I was just worried about you. I only want you to stay inside because I don't want anything bad to happen to you. We'll worry about Twist and the parasprites in the morning, but for now, let's get you washed up and ready for bed, shall we?”

The filly smiled, nodding eagerly. “Okay!”

Rarity was pleased to learn that Belle had completed her homework before deciding to go on her adventure, but not so pleased to learn that she had brought two raincoats with her and failed to bring them back. The scolding was brief and concluded with a short exchange of laughter. They were hideous coats, after all. With Sweetie Belle safely tucked in, Rarity found her thoughts wondering over the events of the day. The most prominent of those events was her reunion with Fluttershy. A void felt as though it had been filled now that she had mended her friendship with the timid pegasus. In its place, Rarity now felt a sense of obligation; she had to make up to Fluttershy for her behavior, somehow.

*Making her a new dress or two is just a start, she mused. I need something with more grandeur... Oh! Oh... How does one even find a phoenix egg, let alone raise it...? Maybe a baby dragon would suit her better? Oh, but I wouldn't want to make Angel jealous... Perhaps an animal isn't the avenue I should be exploring. Perhaps a plant? She likes trees, doesn't she?*

A knock at the door disrupted her thoughts, and the pale unicorn gracefully slipped over the edge of the couch. Darkness had fallen across Equestria, and the soft glow of the moon was mostly obscured by the cloud cover. As Rarity stood by the window, straining to identify the pony at her door, the clouds shifted just enough for a gentle pool of moonlight to spill over the front door and the pony standing before it.

Fluttershy, realizing she had been noticed, turned and smiled. Her mane was a mess, obscuring her entire face, save for her muzzle. The pale unicorn gasped softly, and for a fleeting moment debated flinging open her door. A creeping suspicion quickly quelled the notion, however.

*You're going to have to try harder than that, my dear...*

"No, you may not enter," Rarity flatly stated as she opened the door, cautiously regarding Fluttershy. "Did you really expect me to fall for that? You're really quite proving yourself to be a one trick pony. *If you are* in fact a pony, that is."

The pegasi's lips parted with surprise. "I- Wha- Fall for um... Fall for what? What ever do you mean, Rarity? No tricks... I'm just... Um... A lot of things happened to me today and I um..." Fluttershy pawed lightly at the ground, pouting delicately. "I don't really want to be alone tonight, if that's okay with you."

"No, sorry, I'm afraid it's not okay with me." Rarity reached beyond the threshold of her doorway, brushing Fluttershy's mane from her eyes. "Because Fluttershy knows full well that while I support her decision, I'd rather not partake of that sort of... *Lifestyle...*"

Emerald green eyes narrowed in response. "That's not what I meant, but I can see how that could have been misinterpreted. My mistake."

"Indeed." Rarity turned away from the door, intending to shut it. "Now if you'll excuse me-"

"Okay! Okay wait." The faux Fluttershy pressed closer to the doorway, teetering just on the edge of entering, but kept at bay by an unseen force. "I have no intention of *hurting* or *killing* you. My intentions couldn't be farther from that, I assure you. Please, just hear me out. I tried to trick you, that was poor behavior on my part-"

"Part of a long line of poor behavior on your part." Rarity held the door halfway open, listening to the imposter out of curiosity.

"Granted, but... I'm going to try something different. Or I was, anyway." The Fluttershy imposter took a step back, straightening her mane with her

forehooves. "Twilight is right. What I've been doing isn't exactly acceptable by any standard. I figured, maybe I would try asking..."

"Oh?" Rarity leaned against her doorframe, arching a brow. "What, dare I ask, do you require of me that you would come here disguised as my best friend?"

"I figured I would try asking for blood, instead of getting it as a result of deception."

The unicorn shook her head. "Well you're already off to a bad start. So you've come here for a drink, then? That's awfully presumptuous of you. What makes you so sure that I'd be a willing donor?"

"I thought you were supposed to be the generous one." The pale unicorn cocked her head at that, but Mahara continued before the pale unicorn could get a word in. "I came here because I was hoping that generosity might extend toward prolonging my life."

"A bit melodramatic, but I'll bite. I'm assuming you need blood to survive?"

"Yes, that's correct. I'm not in immediate danger of dropping dead, but..." The faux pegasus shuffled slightly. "I lost a lot more blood than I'm comfortable with, today. The plan was to slip in while you had your guard down, and then warm you up to the idea before asking you."

"That's still fairly underhooved..."

"I know... I figured I could run with the connection you have with her. It worked once or twice before. It seems to backfire about just as often, though... Sometimes I assume too much."

"Yes, well, we all make mistakes..." The unicorn fully opened her door again, and the imposter regarded her curiously. "When you lured Spike here earlier today, you didn't take Sweetie Belle. Why?"

Faux Fluttershy smiled. "I doubt you'll believe me, but... I actually brought Spike here to keep an eye on your sister for you. I hadn't figured she would run off though. Knowing Spike, he's probably looking for her right now. I didn't take her because, honestly, I still feel bad about what I did to

Applebloom. That was a very, very big mistake on my part, and I wish I could take it back.”

“While I appreciate the gesture, I know full well that it was just a byproduct of something you did for personal gain.” Rarity shifted back to her hooves as the imposter shrank away slightly. “While we’re on the subject of Applebloom, however, what exactly is stopping you from-”

“It’s not something I can just clop my hooves together and undo. Everypony is just going to have to wait for it to wear off. She’ll be perfectly fine after that.” The imposter looked to the ground, lightly tapping her hoof. “Well... I suppose I’ll be leaving, then?”

“Not...” Rarity trailed off, shifting uncomfortably, glancing away from the imposter. “Not necessarily. I may well regret this, but... I feel sorry for you. You’ve been lying and sneaking around because you’re afraid. I’m not sure if anyone else can see it, but it’s obvious to me.”

The unicorn paused, waiting for the imposter to meet her gaze. “And also, even if I don’t approve of your behavior, you’ve been doing wonders for Fluttershy. I haven’t seen her so happy in a long time. If I help you, I’ll be helping her. There are several conditions, however, before I’ll agree to anything.”

The imposter stood straight, locking her gaze with Rarity’s. “State your terms; I’m listening.”

“Very good. First and foremost, you absolutely must tell Fluttershy the truth. The whole truth. She deserves to know what you are.”

“I couldn’t agree more-”

“Second, you are not to lie any further about your intentions. If you need blood, you are to ask for it yourself, and not while disguised as another pony.”

The faux pegasus stood silently, waiting for Rarity to continue.

“Third, you are not to track blood through my shop. It stains, and I don’t have time to waste cleaning evidence of your distasteful habits. Similarly,

you are not to get blood on my coat or mane. No stains of any sort, or the deal is off.”

After another brief pause, the faux Fluttershy nodded. “Understood. You have my word.”

“Yes, well, we shall see just how valuable your word is, won’t we?” They stood eye to eye in the doorway for several intense seconds before Rarity turned and trotted into her shop. “You may enter.”

The pale unicorn crossed the room to a couch, seating herself, but never once taking her eyes off the imposter. The door glowed softly as she shut it behind the pegasus, drawing all the curtains soon after. She propped her head up on a forehoof in the process, watching her guest as she would a potential shoplifter.

“Now um...” The faux Fluttershy began, standing a few noses from Rarity. “I’ll need to bite into an artery...”

Rarity considered that for a moment, raising her head from her hoof and looking at the back of her foreleg. Slowly, she extended that foreleg toward the faux pegasus, twisting it so that the artery faced the ceiling.

“And you can stop levitating that needle behind my head. I already told you that I’m not interested in harming you.”

“Oh, you noticed?” The unicorn grinned. “You’ll forgive me, but a good business mare always has a backup plan.”

V ^ ^ V

*Man, Twilight is gonna kill me... I can't let Rarity down, though! I've gotta find Sweetie Belle, even if it means staying out all night!*

The pint sized dragon trudged slowly through the underbrush of the Everfree forest. The moon hung overhead, pale fingers of light stretching through gaps in the canopy. While it had been easy enough to follow the filly’s tracks out of town and right up to the edge of the forest, he had lost her trail sometime after the sun had gone down.

Even though he was young, it seemed to him that the creatures of that strange stretch of woods regarded a dragon of any size or age with respect. Not one pair of eyes leered out at him from the darkness. The more he considered it, however, the more he realized how empty the forest seemed. His pride slowly shifted to a sensation of anxiety.

“Sweetie Belle...?!” He called into the darkened forest. “Hello...?!”

Silence followed his inquiry, as it had every time prior. He had lost count of the number of his attempts to get a reply. He had completely lost track of time, at that. Even if he was sure that he was getting lost, and his search for Rarity’s younger sister seemed increasingly hopeless, his determination was unwavering.

*Lady Rarity told me that Sweetie Belle was my responsibility, and so help me, I’m gonna find her!*

“Sweeeetie Beeelle...?! It’s Spike, can you hear me...?! ”

A sudden rustling caught his attention, followed by a low, distant rumble. A few dark clouds hung in the sky, so thunder wasn’t out of the question. The rustling commanded his immediate attention, however.

“Sweetie Belle, is that you?!” Spike crept closer, watching for the source of the rustling. “If it’s you, say something!”

The rustling died down as another rumble echoed off the trees. “Sweetie Belle?”

“Will you *pleathe* thtop thouting?” A face accompanied the voice shortly after; Twist poked her head out of the bush, nervously looking around.

“Sorry! Sorry... What are you hiding from?”

Another rumble, much closer, steadily rolled on, becoming more distinct. Footsteps.

Twist’s eyes widened as she leaped out of the bush, breaking into a gallop. “That!”

V ^ ^ V

There was no choir of birds to wake Fluttershy the following morning. What little sunlight trickled in through the windows was sickly. The sky beyond was overcast, dense and heavy clouds rolling against one another as they blotted out the sun. Shakily, the pegasus slipped her hooves over the edge of the couch, shifting her weight onto them. In lieu of Mahara's disappearance, she had slept downstairs. The candles she had set on the windowsills had melted down to nothing but solidified puddles, the lanterns completely burned out. Angel had fallen asleep at the door, propped up against a wall. He stirred as Fluttershy approached him, but shook his head solemnly as he met her hopeful gaze.

Mahara had not returned during the night.

Fluttershy shuddered, biting back a dry sob. She had no more tears to shed. Her eyes ached, red and swollen from crying herself to sleep. Her body feebly resisted her attempts to move. The feeling was unpleasantly familiar.

*No, she told herself. I've come this far. I'm not going to slip back into self pity. I'm going to find her, and I'm going to make her explain. I want to... I can... I can fix this. I'm going to make this better...*

*Somehow...*

Her gaze drifted over the room. Several pictures had been torn off the wall. A shattered flowerpot was scattered across a table. She had torn one of her pillows open at some point during her frantic spree of destruction. Tufts of woolen stuffing were strewn across the room. Rusty blotches lingered on the floor, a reminder of the blood which had pooled there the previous day. Before fully breaking down, she had cleaned it up, but the stains remained. Fluttershy had little reason to doubt that the blood belonged to the missing red mare, but the shattered window remained a mystery to her. She was certain that it was directly related to the grisly scene she had come home to, however.

A distant rumble of thunder caught the pegasi's attention. While the thought of staying put and waiting for Mahara was appealing, Fluttershy knew that doing so would risk sliding back down the slippery slope of depression. She

felt the need to go into town, both to look for her companion and hopefully seek comfort in her friends. Another rumble drew her gaze to the edge of the Everfree forest. Hundreds of birds hovered over the treetops, circling, almost appearing to follow something. She wondered for a moment if it could be Mahara before remembering how most animals seemed to avoid her on sight, much less follow her.

A knock at the door, while it normally would have startled her, barely registered as worth a glance.

The pegasus looked to Angel, who was, in turn, looking out through the broken window. He looked back at her and shook his head.

*Not Mahara... Who, then?*

Before she could even reach the door, Pinkie Pie peered around the edge of the window frame, her expression home to a delicate smile.

“Hey there Fluttershy. Is everything okay? You don’t look so good.” The pegasus stood there silently, her expression blank and empty, waiting for Pinkie to continue. “Ooookay... Well, Twilight wanted me to tell you that she’s holding a town meeting, but she’s probably going to say a lot of nasty things about your new marefriend, so I wasn’t sure if you’d want to come.”

Fluttershy glanced away, lightly tapping her forehoof against the floor.

“You um... You know about Mahara and I? Who else knows?”

“I don’t think anyone e/se knows yet, silly! I just know because I... Got a combo about it!” The pink mare’s smile became more of a goofy grin as she nodded rapidly. “Really weird combo, actually! Don’t worry though, I won’t tell anypony.”

The pegasus donned a smile of her own, already feeling just a little bit better talking to Pinkie. Seeing that her presence was doing wonders, Pinkie smiled even wider.

“Thank you, Pinkie. I um... I’m having a bit of a problem right now, though...” Fluttershy came closer to the window, glancing at the edge of the forest as another crash broke the dreary tranquility outside. “Have you



um... Well, maybe felt... Do you have any idea where Mahara is? She um... Something happened here and I don't know where she went."

"She didn't wreck up the place! You did! You musta been real mad last night, huh?" Fluttershy appraised Pinkie Pie with wide eyes, then cocked a brow. "Combos again! I've got a million of 'em!" The pink mare giggled in a way that the pegasus perceived as nervous. "I haven't seen or gotten any kinda senses or tingles about her, though. Sorry..."

"That's um... That's okay. Maybe some of the ponies around town have seen her..."

"You're gonna come to the meeting, then?"

Fluttershy gave a nod, opening the door and stepping outside. Pinkie tilted her head as she made eye contact, then she smiled and shrugged, bouncing down the path. The pegasus watched for a few moments before turning to Angel.

"If she comes back while I'm away, please make her wait for me. I... I'm upset that she lied... Or said that she lied... But um... Sometimes, friends keep secrets because they don't want to hurt each other. I understand that. I just want to... I um... I can help her. I know I can."

Angel nodded up at her, then closed his eyes as she leaned down to nuzzle him.

"Thank you."

The rabbit nodded again, then waved her toward the path, shutting and locking the door in front of her.

Pinkie hopped in place at the bottom of the hill, waiting as patiently as she could for Fluttershy to catch up. Smiling, the pegasus trotted down to her friend, and they made their way to Ponyville together.

V ^ ^ V

*Oh! Woah! There it is again! I haven't felt that one in a while! What does that one mean again? A doosie! That's right! Right in town square! Oh*

*wow, I wonder what it will be! Maybe Applejack and Rainbow Dash are finally going to tell everyone that they've been giving each other sleep hugs and tongueshakes? I don't see what all the fuss is about, keeping those kinds of things a secret from everypony! Oh well, maybe Twilight can explain it to me. She reads all kinds of books, she has to know. Oh? What was that, Fluttershy?*

"I asked if you've um... No... Nevermind. It's not important."

"Aw, come on! You've gotta tell me now! I'm all curious!"

"Have you... Have you ever been in love?"

"All my life!" Pinkie grinned widely, nodding away as she rebounded off the ground.

"Wha- Really? With who? If um... If you're okay with telling me, that is."

"It's pretty obvious, really! I'm in love wiiiiith..." Fluttershy watched her intently, holding her breath. "Parties! I absolutely love parties! Always have! Always will!"

"Oh Pinkie... That's... Nevermind."

The pink mare giggled, shaking her head. "I know whatcha mean. I guess. I just never really took the time to look! Or pay attention if anypony was looking at me! I dunno! Why? Should I start paying more attention to that kinda thing?"

"It's um..." Fluttershy blushed, her wings unfolding slightly. "It's nice... Having someone to be there for you... Knowing someone cares about you..."

"Like a friend, right?"

"More than um... More than just a friend."

"So like, a best friend? Like with you and Rarity!"

Fluttershy faltered a bit, almost stumbling over her forehooves. “N-no! She um... She doesn’t have feelings like that for me... Or for any mare, apparently. This is um... This is something more than friendship. Love is, I mean. I... I’m sorry for bringing this up.”

“You’re pretty silly sometimes, Fluttershy! That’s okay though. If I find a pony that I like more than a best friend, you’ll be the first to know!”

“That... That’s alright, Pinkie. It’s something that’s supposed to be kind of private... I think it is, anyway...”

“Oh! Okay, if I find a pony that I like more than a best friend, you *won’t* be the first to know!”

*This love stuff is a little confusing! It’s like a best friend, but you don’t tell everyone right away? Why not? If I have a best friend that’s more than a best friend, I’d want to tell everyone! I’d want to have a party! Maybe it’s because she’s shy? Yeah, that’s gotta be it! Who can blame her, though? Poor Fluttershy. I hope that doesn’t happen to me when I find a best friend that’s more than a best friend. Ooh! Yeesh, I wanna get this doosie over and done with! What else is Twilight gonna say about Mahara that’s so important anyway? She already embarrassed her in front of half the town at my party the other day! But a lot of ponies were a little drunk, so maybe they don’t remember everything! Well, leave it to Twilight to be thorough.*

Several other ponies joined them as they made their way into town, idly chatting about what the meeting might be about. Some of them seemed to think it was about the weather, others suggested that it had to do with the monster.

“I hope this doesn’t have to do with the deliveries I botched last month,” Ditzy Doo mumbled as she passed Pinkie.

“Botched? If it weren’t for you, I’d have never gotten Gummy a few years ago!”

*There you go, Ditzy! Smile! That’s the pegasus I know! Now that they mention it, though, the weather has been pretty weird lately... I’ll ask Dash about it if I see her, because if this keeps up, I’ll have to cancel the beach*

*party I planned! Actually, maybe Fluttershy knows about the weather. How about it, Fluttershy?*

“I... I’m sorry, what did you mean?”

“The weather! What do you know about the weather!”

“Oh... Um, Pinkie, you know I’m not involved with the weather team...”

“Oops! Sorry, I forgot!”

The town square was already fairly crowded. Ponies milled about anxiously as they waited for Twilight to start speaking, but it seemed that she was waiting for a larger audience. Another distant rumble turned most heads skyward, but the clouds continued to hold their onslaught. Pinkie idly followed Fluttershy as the pegasus combed the crowd, occasionally asking if anypony had seen or heard about Mahara. Fluttershy looked increasingly distraught as the answer was consistently *no*.

*I wish I could help... I don't like seeing her all down in the dumps like this. I'll help her look for Mahara after the meeting! Yeah, that will cheer her up! Wow, does Twilight really need to be up on a stage for this, though? Then again, when she tried handing out pamphlets that one time, I made a paper cupcake out of mine! Oh! Is that Zecora on the stage with her? I can't believe I used to think she was evil! What is she talking about with Twilight, I wonder? Probably going over her notes. I don't think Zecora has met Mahara yet! I'll have to introduce her when we find her! Oh! Hi there, Rarity! Yeah, I'm okay. Kinda cruddy weather. What's that on your back?*

“It’s a quiver, dear,” the pale unicorn replied.

Rarity was wearing her mane up, tied into a semi bun with several long curls dangling free. Pinkie had only seen her do that at parties, when she was wearing fancy dresses. The novelty made her prance excitedly.

“Soooo what’s a quiver?”

“A quiver is what an archer uses to hold his or her arrows.”

“Oh! Is that what those are?” Pinkie leaned closer to the unicorn, inspecting her cargo. “I thought you were just carrying around a whole bunch of feather dusters!”

“No dear, I was practicing archery.” Rarity smiled, shaking her head a bit. “I thought I would have time to go home and wash up before the meeting, but it would seem I’ll not be fortunate enough to have that luxury. Only a minor inconvenience, however. I don’t suppose you’ve seen Fluttershy, have you? There’s something I need to discuss with her...”

“She’s right over...” The pink mare whipped her head around, looking for the timid pegasus in the crowd. “Oh, nope, she’s right here!”

“Hello, Rarity. I um... Have you seen... I’m looking for... I’m sorry, you go first...”

“Mahara,” the pale unicorn stated. “Yes, and that’s precisely whom I need to speak with you about.”

The unicorn held up her foreleg to Fluttershy, but Pinkie was able to catch a glimpse of circular scabs marring her coat before she lowered it again. The pegasus gasped, her lower lip trembling.

“O-oh my...”

Rarity just smiled, giving a single shake of her head. “No need to fret, my dear. No force was used. I volunteered.”

As Fluttershy took several steps in the pale unicorn’s direction, she glanced back at Pinkie, flashing a humble smile.

“Pinkie... I um... I need to talk to Rarity alone for a little while. Thank you for coming to get me though.”

“No problem! I hope everything is okay!”

Fluttershy’s smile faded, her expression suddenly heavy with worry. “We um... We’ll see...”

“‘Bout damn time somepony decided this monster thing ‘s worth warnin’ everypony about! Hell, she shoulda’ tried ta getta meetin’ organized tha first time mah lil’ sis got bit!” Applejack stomped and snorted, then turned her attention back to her right, locking eyes with Rainbow Dash. “Ain’t Ah right?!”

“Yeah, you’re right. I... I dunno, though.” Dash cast her gaze to the ground as Applejack furrowed her brow. “I’m just not sold that it’s *her*. What kind of pony could do that?”

“She *ain’t* no *pony*, Dash!” The pegasus winced just slightly, mouth twisted into an anxious frown. “She’s a monster! A dangerous, blood thirsty monster that’s been bitin’ mah kin! Ah ain’t gonna stand fer that!”

Applejack looked to her left in time to see Big Macintosh nodding in agreement. “Ayep. She ain’t givin’ us a choice, if ya ask me. She’s a bad seed pretendin’ ta be a good apple.”

Applejack returned her focus to Dash as the pegasus blinked several times. “What does that even... Okay, look; what I’m saying is we can’t chase her with torches and pitchforks without a really good reason. She’s weird, and she’s different, I’ll give you that, but unless she hands somepony a letter that says *Twilight was right* or someone catches her in the act, I’m not going to give her trouble for being a few roots short of an apple tree.”

The pegasus came to a stop, hovering in place. “Oh for the love of... Did I just make an apple pun?”

Applejack’s serious demeanor cracked with a smile, followed by a fit of giggling as Big Macintosh snorted a chuckle. Just hearing Dash say that made her feel better, if only marginally.

“Farms rubbin’ off on ya, sugarcube. Might as well jus’ move in.”

The pegasi’s grin made her question if her apple pun was as unintentional as Dash would like her to think. The thought of having the pegasus living in the same house with her was very comforting, though not without its own anxieties. While Dash spent the majority of her free time with the blond mare already, having her move in was a very big step. The farm house also

didn't truly belong to them. It belonged to Granny Smith. As far as the elderly mare knew, Rainbow Dash was just hanging around to make extra money helping out on the farm.

As far as the majority of ponies knew, that's all Dash was doing, but clearly, that excuse was finally starting to wear thin.

A considerable amount of ponies had gathered in the town square by the time Applejack, her brother, and her pegasus lover arrived. On the stage, the mayor was having a conversation with Twilight and Zecora. Of course, Applejack couldn't hear a word of it over the sound of all the other conversations taking place amongst ponies in the crowd. Somewhere nearby, she could hear Pinkie Pie chattering excitedly with Ditzzy Doo. From the fragments she could fish out of the ruckus, she realized they were talking about her pet alligator.

*No sense in interruptin' em.*

Only moments later did Twilight turn to the crowd and stomp her hooves against the stage. A hush fell over the square, conversations dying out mid sentence. With a few exceptions.

"Everypony, your attention please!"

"I'm not actually sure how big alligators are supposed to get, either!"

"Pinkie!" Twilight snapped in the direction of the pink mare.

"Sorry!"

"I'm sure you've all heard the rumors or seen a few ponies with strange injuries the last few days." The purple unicorn's gaze swept over the crowd, very briefly making eye contact with Applejack. "Today, I'm going to give you the facts as we know them thus far, and preventative measures that can be used to keep you and your families safe.

"It should go without saying, then, that there is in fact a monster of some kind lurking in or around Ponyville at this time. I have been taking notes on its behavior and, in addition to that, Zecora possesses a great deal of knowledge about the monster as well. She and I will be addressing that

later. The first topic I'd like to address is identification. Some of you may have met or seen a red mare around town lately by the name of Mahara. Enough evidence has surfaced to confirm beyond reason of a doubt that the monster and Mahara are the same individual."

"Son of a bitch..." Rainbow Dash whispered, her expression shifting from curiosity to a scowl.

"Ah toldja, sugarcube," Applejack quietly replied. "She's gotta go."

Twilight had begun to pace now, her expression very serious, the crowd following her every move. A distant flash over the mountains was chased by a low rumble, but the unicorn was not to be distracted.

"...is her most common, public form, she has been proven to take the form of other ponies, as well as entirely different species. The single uniting characteristic between the monster in any form it may take is the eyes. She possesses eyes of a very bright emerald green, with pupils that dilate horizontally. The best example I can give is that she has eyes similar to a dragon, like... *Spike?*"

With the exception of the low winds and rumblings of the brewing storm overhead, the town square was fully silent as Twilight looked off into the distance, narrowing her eyes. The number of turning heads increased as the silence stretched on for more than a minute. Rainbow Dash turned and took to the air to try and get a better view as Big Macintosh stood on his hind legs to do the same.

*Now what in tarnation...*

Just before Applejack turned to see what everyone else was looking at, a look of joy came over Twilight as her eyes widened. "Spike!"

Sure enough, as the blond mare looked away from the stage and toward the Everfree Forest, she spotted Spike, but he was not alone. As she looked harder, she noticed he was riding a filly with a curly red mane.

"s that..." Applejack tilted her head toward Dash. "Applebloom's friend?"



“The one with the lisp? Yeah, I think so. Hold on, I think they’re saying something...”

They had yet to cross the river, their shouts barely carrying across the distance. In the blink of an eye, their shouts didn’t need to. Their warning had become evident, echoed by Twilight and countless other ponies as an enormous, multi-headed form smashed through a group of trees.

**“Hydra!”**

Three of the hydra’s mouths parted with a simultaneous roar, the fourth joining in after a brief delay. The shock dispersed and a wave of panic swept over the crowd. Pegasi launched into the air, but earth ponies and unicorns battered against one another, frantically trying to clear out of the square. Applejack fought against the surging crowd as she watched a screaming mare vanish under thundering ponies. Pinkie bobbed above the rush in intervals, looking more excited than afraid.

“E-everyone stay calm!” Applejack glanced back to the stage as Twilight shook visibly, barely staying on her hooves. “We can handle this! R-right, mayor?”

The mayor shoved Twilight aside, looking around frantically. “We need to evacuate! Immediately! Do not return to your homes!” Berry Punch kicked her door open and then slammed it behind her, countless other ponies actually running in the direction of the hydra to reach their houses. “Get clear of Ponyville and head for Whitetail Woods! Anywhere but here!” The mayor bolted immediately after finishing her announcement.

Part of Applejack agreed, her following the surging crowd for several paces as she considered galloping back to the orchard.

*But what about Twi? Pinkie? Rarity an’ Fluttershy? Ah... Ah can’t jus’ leave ‘em here...*

The purple unicorn fell to the stage, looking off into the distance. “Come on Twilight, think! Think!”

“Dash...” The blond mare looked up to her pegasus. “Should we run?”

“You can get going if you want,” Rainbow Dash looked down to her, then around the square, “but I’m gonna stay here and help out however I can.”

The square had emptied considerably, but quite a few ponies remained, a few running in circles out of frenzied confusion, others limp against the ground, bruised and bleeding. Dash swooped over to one of those injured ponies, trying to scoop the moaning stallion up in her forelegs. Several others swiftly followed her example. The rest of the lingering ponies seemed to be in Applejack’s state of mind, unsure of what to do, watching the hydra in its awe inspiring destruction. It smashed through a house on the edge of town as though the house were made of paper.

Macintosh stepped forward, looking over the wounded. “Ah’m with Dash, sis. These ponies need our help or they’re good as dead!”

Twist, with Spike on her back, raced past the diminished crowd and up to the stage with tears in their eyes. Applejack followed them slowly, devoting most of her attention to the hydra. It snapped at a mare that had dived into a side alley, still a few houses away from the square. A wet scream and a triumphant roar signaled its success. All present cringed. One of the remaining mares let out a mournful wail, falling to the ground in hysterical sobs.

“Twilight, I’m so sorry!” Spike knelt beside the unicorn, trying to dry his eyes. “We didn’t know what else to do! I... I went looking for Sweetie Belle last night and found Twist instead, and then this hydra caught up to us and-!”

“Spike, it’s... It’s okay. I’m just glad you’re safe. We... We need to leave, though. That hydra will be here any minute.”

“Abandon your homes? No, I say!” Zecora stomped, the strength in her voice echoing off nearby buildings. “You all should stand and fight today!”

Several ponies poked their heads out of their doors. Zecora’s words sparked up a burning fury in Applejack. She nodded up at the zebra, then turned to the lingering ponies.

“Zecora’s right! We can’t jus’ let this big, dumb bastard destroy our town an’ turn our friends into lunch! We gotta’ stand an’ fight! ‘s them or us!”

"Is a hydra a them or a him?" Pinkie wandered between the crowd and Applejack. "Maybe it's a her? Do hydras have genders?"

"Pinkie! Go get as many knives as yew can carry! Anythin' sharp!" Applejack directed her gaze to the alert ponies before her. "That goes fer ya'll as well! If yew live on tha same side of town as tha hydra, help somepony else gather weapons! An' if ya don't wanna fight, help tha wounded an' clear tha fuck out!"

Without a word further, Pinkie bounded off in the direction of Sugarcube Corner, flanked by Mr. and Mrs. Cake. The majority of the crowd quickly dispersed, most of them sticking to the hydra free side of Ponyville, others getting dangerously close to the ravaged areas of town as they entered the shops and homes of friends and neighbors in search of armaments.

"My farming friend, that was very well put." The blond mare turned to the stage to find Zecora grinning down at her. Her grin faded quickly as another roar bounced off the walls. "We must conspire, the hydras nearly afoot."

"Ah don't know much 'bout hydras, but Ah figure we hit it hard an' fast. Least we can do is give tha others time ta escape." She jumped up onto the stage, turning to watch the draconic form rip apart a house in search of another pony to snap up. Two of its maws were already red with blood.

"A hydra is well armored, unfortunately. Its eyes and its mouth are not; that's the key."

Twilight had gotten back to her hooves, shaking considerably less now that a resistance was mounting to deal with the invasion. The first batch of sharp objects was dumped out of a saddle bag on the ground in front of the stage. Slowly, the purple unicorn levitated a chef's knife out of the pile and turned it in the air.

"There's nothing we can do for your sister now," Applejack heard a chocolate colored stallion say as he knelt beside the weeping mare. "But you can fight even harder in memory of her, so that others don't have to know a similar loss." The mare gritted her teeth, nodding, still sobbing as she got back to her hooves.

“That’s all I’ve got,” shouted Ditzzy Doo. “Carrot Top is still rummaging through her drawers! She should be here in a minute!”

“Somepony better buy me a drink after this is over,” mumbled Berry Punch, saddle bags full of bottles of liquor at her sides. A damp white rag was stuffed into the mouth of each bottle.

Vinyl Scratch stepped wordlessly onto the stage, dropping a box full of records besides Twilight. She lowered her goggles, red eyes narrowed as she floated one of the records out of its sheath. “I’m ready when you are.”

“Spike, take Twist to the schoolhouse and make sure Cherilee knows what’s going on.” Twilight leaned close to the little dragon, glancing to Twist and then back to him. “Help her get the fillies and colts as far away from here as you can.” The filly and the dragon were already a house away when Twilight shouted, “And send a letter to Princess Celestia! Let her know what’s happening down here!”

The pile of sharp objects grew considerably in the following minute, a dozen ponies making deliveries, then standing at the ready in front of the stage. Mr. Cake rejoined the crowd with a strange device in his mouth; a handle seemingly made of wood with a metal cylinder attached horizontally to that. Applejack’s brow shot up as she realized what it was.

“Aw damn,” Macintosh snorted as he came to the same realization. “Ah shoulda’ galloped back fer tha shotgun...”

“Ya wouldn’t have had time. ‘Sides, Ah gotta plan an’ Ah’m gonna need you an’ Dash fer it ta work.”

“Yer prob’ly right... Ah wonder where he got that one, though. Don’t look like mine...”

Tired of chasing the ponies that ran by and smashing up the houses they ducked into, the hydra turned all four heads toward the battle ready gathering in the town square. It narrowed its eyes, inhaled, and let out a fearsome roar.

“Aaaalright everypony! This is it! Make yer mommas proud!”

V ^ ^ V

The sound of screaming and crumbling buildings was only slightly muffled by the walls of the town hall; Rarity stayed by the window, watching the chaos just outside. Fluttershy whimpered softly, drawing the pale unicorn's attention.

"How... How bad?" She couldn't bring herself to look, trembling as she leaned against the wall.

"Very." Rarity's expression was all but grave. "If you're going to try and evacuate, now would be the best time to do so. It looks like the ponies down there are planning to fight the hydra right here in the middle of town."

"Is anypony hurt?"

"Several, but Dash and a few others are already tending to them. They're not even hydra victims. I'm assuming they were trampled when most everyone fled the square." She paused, glancing to the side. "And from the looks of it, the hydra has already eaten at least one pony..."

"I should be down there! They... They need medical attention!"

"Fluttershy, dear, in my honest opinion, you'll be much better off leaving town or staying out of the way for now." The unicorn turned back to the window, then wrapped it in her magic, lifting the latch and opening it. "As for me, well, fate would have it that I'm prepared for just such an occasion."

"Are you... Will they kill it?"

"As far as I'm concerned, this is now a matter of survival for all of us. The hydra knows where we live. If it survives this encounter, it may well find its way back here."

The pegasus got to her hooves, still refraining from looking outside. "What if... What if I-"

"Don't be foalish!" Rarity spat, snapping back to Fluttershy with a glare. "That creature doesn't care if you disapprove or if eating ponies is wrong! If

you try and reason with it, there's no doubt in my mind that it will gobble you up without a second thought or a trace of guilt!"

The pegasus shrank back, nodding slowly. "You... You're right. Should I um... Should I stay here with you?"

"If the battle goes poorly, it won't be long before the hydra reduces this building to a pile of rubble. I'm going to make as much of a difference as I can before that happens." Rarity turned her gaze to the window again, putting her forehooves on the frame. "If and when I tell you to run, I don't want you to hesitate. It's a long way to the ground from up here, and I don't think your wings will do an adequate job slowing your fall if you find it necessary to take a shortcut."

"Alright. I promise." Fluttershy swallowed heavily, working up the nerve to look outside. "I'm going to stay with you as long as I can, though."

"That's already more than I could ask of you, dear."

The unicorn drifted a diamond tipped arrow from her quiver, holding it horizontally in the air to examine it while, at the same time, her magic condensed into a hazy shape around it. A soft, ambient pink washed back against Rarity's coat, but her eyes had closed. The tranquility of her expression drastically contrasted the mayhem unfolding below.

Fluttershy could only faintly hear the unicorn inhale, the glowing shape around the arrow becoming more refined. A string of magical energy drew tightly against the nock of the arrow, held in place by a slender, radiating crescent. The unicorn's brow furrowed slightly as she drew the arrow back all the way, and then just as suddenly, she resumed her state of peace.

The hydra's maws let loose with a blood chilling roar just as the pegasus peeked out the window.

Rarity's eyes snapped open.

She let her arrow fly.

V ^ ^ V

No sooner had Applejack finished speaking did the second head give a shrill cry, recoiling and twisting in the air. A small gout of blood erupted from its left eye.

“Rarity!” Rainbow Dash shouted.

Twilight and several other ponies glanced to the very top of the town hall. The pale unicorn was just barely visible in the window frame, already levitating another arrow into position.

“’s as good a signal as any! **Chaaaaarge!**”

Twilight watched as they stampeded as one, their desperation, fear and courage welling up into a furious battle cry. The hydra actually stopped, looking stunned as little more than twenty ponies rushed toward it at full speed, knives, saws and sharp looking poles clenched in their teeth. Before they reached their target, she and Vinyl Scratch wrapped the pile of sharp objects and records in their glowing levitation. Together, they unleashed several volleys of gleaming metal and vinyl which sailed over the advancing ponies and struck the hydra with varying degrees of success. Some of the knives, forks and records penetrated the hydra’s scaly armor, drawing shallow streams of blood, while others bounced harmlessly away and struck the ground or shattered on impact.

The hydra’s shock wore off, and it seemed largely unimpressed, dislodging most of the knives with a shake. Rarity’s second arrow, on the other hoof, plunged deep into the third head’s right cheek, just a little below the eye socket.

“We need to aim higher!” Twilight shouted to Scratch.

The red eyed unicorn nodded. “Wait for them to fall back, then we’ll try again!”

From across the square, Twilight Sparkle anxiously watched as the group divided, half of them to the left and half of them to the right. Ditzzy and Dash circled just out of the hydra’s reach, doing their best to distract as many heads as they could. Three of the heads, including the two gored by Rarity’s arrows, were taking the bait. The fourth snaked low, fangs bared as it prepared to defend.

Applejack's voice carried across the square, distorted slightly as it bounced off buildings. "Lay into tha knees an' ankles as hard as ya can!"

The fourth head swung in an arc across the ground, forcing the attacking ponies to jump back. Berry Punch wasn't fast enough, knocked away from the hydra and sent tumbling into the dirt. She sprawled for a moment, shakily rolling back to her hooves moments later, no worse for wear. In those few moments, as Twilight's gaze had followed the mare, the others had successfully reached the hydra's legs, ferociously jabbing and swinging at it, ripping several scales free of the left leg and slicing into the meat beneath.

Mr. Cake had kept the fourth head busy, dodging and weaving as several loud bangs emanated from where he stood. The moment they had begun to rend the hydra's flesh, however, the fourth head swiveled toward its injured leg as the other heads realized they had been distracted, but the ponies refused to withdraw until the hydra's jaws were nearly upon them. Big Macintosh rolled away from the left leg, narrowly avoiding a toothy maw, only for Carrot Top to find herself snagged by the mane.

Twilight held her breath as she watched the fourth head lift her off the ground, but Ditzzy swooped in before the purple unicorn could even grasp Carrot with her magic, tugging the mare free just as another head tried to bite down on her. The fourth head spat out a mouthful of orange hair as the second and third snickered. The instant they stopped snickering, another arrow plunged into the second head, just slightly above its right eye. Furious, the hydra decided that Rarity was a greater threat than the ponies dodging around its feet. With a roar, it lumbered slowly toward town hall, both injured heads staying low to keep the ponies at bay.

"Scratch!"

"Already on it!"

Vinyl Scratch levitated several records out of her box, spinning them in the air until they blurred. As Twilight lifted another volley of forks and knives off the ground, something moving across the rooftops caught her eye.

*That's...*



V ^ ^ V

**“Surprise, fillyfucker!”**

Pinkie Pie flung herself off the rooftop closest to the hydra, completely behind its field of view. Her ice skates glimmered as she pointed all four of them at the neck of the first head. The hydra gave another shriek of pain as Pinkie slid down the side of that neck, carving four gushing lines deep in its scale clad flesh. She concluded the descent by wrenching free, blood trailing out behind the blades of her skates as she somersaulted away from the beast. Pinkie watched as the first head wavered, arterial spray clouding the air around it with a pink mist, but it refused to go limp.

“Come on, that was awesome!” the pink mare shouted. “You should be dead! You cheater!”

The head in question responded by lunging at her. The pink mare tried to move, but found herself unable to budge. Pinkie’s eyes widened as she realized the blades of her skates had lodged firmly in the ground when she landed. She cringed, eyes shut tightly as she tried to comfort herself.

*It’s been a good run! I had lots of fun parties and met lots of good ponies! I hope the afterlife is just as fun as this life was! I’ll be seeing the reaper pony any second now... I wonder if she’s already waiting for me?*

As Pinkie opened one eye, she was not met with the hydra’s jaws, or the reaper, but an aerial view of the square. Below, a stream of glowing knives plunged into the wounds she had inflicted on the hydra, pouring right out the other side of its neck as the hydra’s screeching cry was cut short, vocal cords completely severed. The first head and neck gave off a purple glow as Twilight ripped it completely free of its body with a shower of bright red gore. A cheer rose from the ponies on the ground, and also from above her. Pinkie looked up to find herself face to face with Rainbow Dash.

“Oh! Hi!”

“You’re pretty lucky, you know! Twilight barely had time to pull you out of your skates. I took over for her so she could do... *That.*” The pegasi’s expression suddenly hardened. “Oh shit...”

Pinkie directed her attention back to the battle, only to witness two heads erupt from the hydra's freshly cut stump of a neck.

"That's a bunch of horseapples!" Pinkie pouted as her surprise attack was rendered completely pointless. "Who decided a hydra could do a bullshit trick like that!?"

"Ditzy, get down there and tell everyone to fall back! It's time we lit this birthday candle!"

"Dash, as much as I love parties, this is no time for a birthday!"

The cyan pegasus only smirked, motioning to her cargo. A pair of saddle bags clinked and sloshed at her sides, damp rags and bottle mouths visible over the rims.

"Oh! Where'd you get those?!"

"Berry Punch. I'm gonna need you to light and drop them for me. Think you're up to it?"

"You better believe it!"

"Then get on my back and let's get going!"

V ^ ^ V

The hydra was visibly limping, halfway to the stage and town hall, as Rainbow Dash dropped out of the sky. Pinkie Pie held tightly to the pegasus, leaning slightly to the left to watch the fight below. The pegasus could feel her shifting in place as they swooped high over the hydra. Dash glanced back in time to watch the pink mare light one of the fire bottles with a match, holding it carefully just behind the pegasi's left flank. Pinkie said something, but it was lost in the whistle of the wind as they raced toward their target.

"Get ready!"

The two new heads glistened wetly, one of them writhing in the air. An arrow and a knife jutted from the left and right eyes of one of those new heads, completely blinding it. Another arrow split the air, but the head it was intended for jerked to the side, causing it to miss its mark completely.

“Now!”

“Did you miss me?!” Pinkie shouted down at the hydra, releasing the ignited bottle. “I got you another present!”

The bottle shattered against the hydra’s body, a bright orange flame spilling down the front of the draconic terror. While the flames clung to breaches in the hydra’s scales, it seemed unaffected for the most part. Dash pulled up, beating her wings to regain altitude as the pink mare held on tightly.

“Pinkie, are hydras fireproof?!”

“Not on the inside!” She leaned forward to point to the flames licking the hydra’s superficial wounds, a foreleg around the pegasi’s neck. “They need to cut us a bigger target before we can paint it!”

“Okay! I’m gonna drop you off by Twilight and Vinyl! Let them know and flag me when you’re ready for another pass!”

“Oookie-Dokie-Loki!”

The pegasus slowed as she skimmed near to the ground, allowing Pinkie to slip off. She rolled head over hooves several times, then shook herself off and leaped onto the stage. A cry of agony brought Dash’s attention back to the battle. The hydra had caught a stallion in its jaws by the foreleg, blood streaming from its mouth as it bit down harder. A purple glow had just begun to envelope him as another head swiveled around, ripping the rest of his body away and gnashing savagely until he was enough of a pulp to swallow. Ditzzy came up alongside the cyan pegasus as she climbed back into the air, but seemed unable to take her eyes off of the hydra.

“How could such a horrible creature exist?!” The grey pegasi’s voice wavered as she fought back the tears. “We have to kill this thing! We’ll be doing all of Equestria a favor!”

"I'm with you on that one! I just sent Pinkie with instructions for the unicorns! We're gonna try another bombing run if they can strip away more scales!"

"Okay, but Applejack said she and Zecora are about to try something! She wants us to be ready to extract them when they're done or in case the plan backfires!"

Rainbow Dash nodded, nervously watching the zebra and the blond mare as they stood side by side with Big Macintosh.

*Please don't do anything stupid, AJ...*

V ^ ^ V

"Sis, Ah just want ya ta know," Big Macintosh looked to Zecora, and then back to Applejack. "This plan is perty damn stupid!"

The blond mare just smirked, tipping her hat forward as they galloped toward the hydra from the side. The zebra trailed several pony lengths behind, to give the stallion enough time to prepare for her as well without sacrificing speed or time. She realized that Big Macintosh was right, but enough ponies had already died to the multi-headed terror; it was time to try something drastic. Zecora was fearless enough to go along with the plan, and Applejack greatly appreciated the support.

The other ponies were doing their part. Twilight and Vinyl kept two of the heads busy with floating knives and saw-like records. Ditzzy Doo and Rainbow Dash circled overhead, drawing off another pair of heads. The revolver, as Mr. Cake called it, had been reloaded, splitting the air with a reverberating crack as he fired from a distance. While the bullets had ricocheted off the hydra's scales for the most part, they found purchase in the gaping wound on the hydra's leg. After peppering the injury with hot lead, the head they had left undistracted lowered defensively, as if intending to deflect any further rounds with its cranium.

The hydra was playing right into her hooves.

Applejack shot a quick glance to her brother. "Ready?!"

With a nod, Big Macintosh poured on enough speed to pull ahead, launching himself into the air and turning toward the blond mare while airborne. Applejack followed his lead, locking her forehooves with his as he shifted his weight back, hind legs against her underside.

“Don’t get’cherself killed!” he shouted as he jerked back, half bucking, half throwing her down at the hydra’s lowest head.

A feeling of weightlessness came over her as she plummeted down. Her hat floated away from her head as the wind whistled by her ears. The blond mare gritted her teeth as she aimed all four hooves down at the hydra’s skull.

*Ah wonder if this ‘s what it feels like ta fly...*

The hydra looked up far too late to do anything evasive. Applejack hit her mark with a crack, feeling immense satisfaction as she felt bone pulverized beneath the hydra’s scaly hide. The air around her buzzed with unintelligible noise. If the hydra screeched, it was extremely brief. The head she struck lost consciousness almost immediately. She realized she had absorbed a great deal of the impact herself, but the rush of adrenaline she was riding dulled all but the vaguest notions of pain.

“Ah’m jus’ gettin’ started, ya scaly fuck!”

Applejack hopped forward, bringing her hooves down again. She alternated as she stomped with all her might, hoping to drive fragments of bone into the hydra’s brain as she traced the fracture she had caused, doing everything in her power to weaken the hydra’s defenses. Berry Punch and several others made an effort to hack and slash at the downed head, but they fell back almost as quickly as they advanced. Applejack looked up to see Zecora floating just shy of one of the hydra’s gaping maws, saved by the gentle glow of Twilight’s magic.

The blond mare looked back mid stomp to see that several ponies were shouting something.

She could feel the unicorn’s glowing embrace, pulling her away from the head she had been pummeling, and caught a glimpse of Rainbow Dash just behind a rapidly approaching head of the hydra.

A sinking feeling penetrated her courage.

*Ah'm sorry, Dashie...*

A sharp, stabbing pain raked through her left flank in multiple spots, anchoring her, ripping her free of Twilight's levitation. Her body went momentarily limp as the head jerked upward. Something in her leg snapped like a twig, triggering an even more intense explosion of pain. Applejack wasn't ready to stop fighting, however.

"Let! Me! **Go!**" The blond mare lashed at the hydra's toothy snout with all her might, feeling the scales soften as her hooves pelted them relentlessly.

The teeth dug deeper, carving through her flesh, her blood spilling out against the hydra's jaws. The head jerked again, another head just barely visible in the blurred corner of her vision, ready to grind her into a paste. Blood began to run from the hydra's nose as she continued to strike, mixing with the blood spattering from her forehooves.

"Ah **ain't** dyin' like this, ya big, ugly sonova' **bitch!**"

And then she was flying again, the hydra drifting away from her, much like her blood. A trail of crimson fluid streamed out behind her. Rainbow Dash caught up, cradling the blond mare in her forelegs as tears streamed down her face.

"Hey there... Sugarcube..." Applejack began to feel very tired. "Mah plan weren't... Such a good idea... After all..."

"D-don't talk!" Dash swallowed, looking down at Applejack's legs, then back to her. "I w-wasn't fast enough! I'm sorry! Please! Please don't die!"

A sound like chimes washed in through her ears as the world around her became increasingly muffled.

"Ah ain't gonna die... Hydra let me go... Ya silly pegasus..."

Rainbow Dash said something, but it was so distant she could barely understand it.

The corners of her vision began to blur even more, a heavy shade following. She looked down to where the hydra had bitten her. Long, gushing wounds marked where the teeth had torn chunks out of her left flank. That much had been expected. Where her left hock should have begun, however, she found only jagged bone protruding from the center of a mangled stump.

“Oh... Sugarcube, we gotta... Go back... Ah... Ah think... Ah left somethin’ behind...”

V ^ ^ V

Rarity had run out of arrows a few minutes before watching Applejack’s daring plan spring into action, but as she and Fluttershy witnessed its grizzly conclusion, the pale unicorn’s expression became very grave.

“Go. Go now.” Rarity looked away from the battle, visibly fighting to keep herself from breaking down. “I’ll be right behind you.”

“Wha-What about the others?”

But as Fluttershy looked around the square, she realized just what losing Applejack, and subsequently Rainbow Dash, had done to the morale of the ponies facing the hydra. Evidently, no one had expected the blond mare to sustain such a gruesome injury, herself included. After all the dangerous situations and near misses she had heard stories about or been a part of, the pegasus realized that their luck had finally begun to run out. Another emotion was building in Fluttershy as well. Seeing one of her friends take a potentially fatal wound was the breaking point.

The pegasus stepped up into the window frame, glaring down on the hydra as it slowly limped closer, impeded more by the flurry of knives than it was by its injury, dragging one lifeless head behind it by the neck. Twilight and Vinyl held their ground, valiantly flinging every sharp and blunt object they could magically grasp at the approaching terror. Big Macintosh, Pinkie Pie and Carrot Top were among the few earth ponies still determined to fight, stabbing the hydra in the leg and torso whenever the opportunity presented itself. She could feel Rarity biting her tail, trying to pull her back inside. Her

pupils shrank as she glowered back at the unicorn, and Rarity immediately let go.

“Please...” The pegasi’s expression softened as Rarity pleaded, a tear rolling down her cheek. “Please dear, don’t do... Whatever it is you’re about to do! Please!”

“Take care of Angel for me... Okay? And um...” Rarity’s eyes widened with horror as Fluttershy took another step forward, smiling gently. “Thank you for being such a good friend.”

“Fluttershy!”

The pegasus had almost forgotten what it felt like to freefall. The sensation evoked memories of her youth. Taking a deep breath, she spread her wings as wide as she could and began to beat them against the air. The effect was minimal at first, but as she persisted, she felt the slightest bit of lift. The landing was rough, and the stage shook under her hooves, but she had slowed her fall enough to avoid serious injury. The success of one suicidal plan only meant that she could begin the next suicidal plan.

If Twilight Sparkle and Vinyl Scratch noticed her landing not far behind them, they didn’t show it. They had fully invested their concentration into stabbing at the hydra with whatever sharp objects weren’t embedded in the ground, successfully blinding two of the heads. The hydra was nearly close enough to snap at them, steadily dragging itself forward. If anything, it now seemed more interested in mauling the unicorns than eating the ponies jabbing it with sharp objects.

Fluttershy stepped between Twilight and Vinyl, narrowing her eyes. Both unicorns glanced at her, looking mostly confused.

“Fluttershy,” Twilight began. “Don’t-”

“I’m sorry,” she whispered in response.

One of the heads made eye contact, finding itself unable to look away. **“Just who do you think you are, huh?! This is our home! These are good ponies you’ve been terrorizing! How many innocent lives have you ended today just to satisfy your hunger, you monster?!”**



All four heads swiveled toward the pegasus as she took another step forward.

**“You should be ashamed of yourself for what you’ve done today! You’re nothing more than a scaled murderer! I want you to turn around, right now, and go back where you came from! Don’t ever come back here again!”**

Fluttershy jumped off the stage as one of the blinded heads lunged for her, getting a mouthful of splinters. As quickly as she could, the pegasus trotted around the hydra, feeling a chill as it turned to follow, just like she had hoped it would. Even with the hydra’s injury, it would only be a matter of time before it caught up to her. If everything went according to plan, she hoped to get it thoroughly lost in the Everfree forest before that happened. Another head snapped blindly to her left, nearly shearing off a wing.

“What are you waiting for?!” The pegasus looked over the surrounding ponies. “All of you, get out of here!”

Twilight successfully put out another of the hydra’s eyes as she shouted, “Fluttershy, there has to be another way! Don’t do this!”

*If it can’t see, there’s less chance it can find its way back to Ponyville... The pegasus galloped a few paces, trying to stay clear of the hydra’s biting radius. But once it can’t see me... If anypony else makes a sound, it might turn back toward them... I’m just going to have to run and shout...*

The hydra had but a single functioning eye left by the time Fluttershy led it to the center of the town square, gnashing viciously at the air around and in front of the pegasus. Ditzy Doo was just returning from her emergency flight with Rainbow Dash and Applejack, her mouth agape as she hovered behind the hydra, watching the yellow pegasus lure it back the way it came. Fluttershy wondered for a moment if Ditzy could lure the hydra with her, but she already knew that the hydra was only following her because of her Stare. The moment she broke eye contact, it was liable to turn around and head right for town hall again.

While Dash might be able to carry her, she knew that Ditzy could barely carry a flower pot.

*If the hydra can still see, it might be able to follow either of us back home... But... If the hydra goes blind when we're away from the town, Ditzzy might be able to lead it into the forest by making noise! I hope it's stupid enough to fall for that!*

"Twilight! I need you to-" Fluttershy cried out in pain as she stepped on the blade of a knife, cutting a wide gash in the back of her rear hoof.

Everything happened so fast after that, from Fluttershy's perspective. The pink maned pegasus cried out again as she stumbled, falling back and onto her right flank. Ditzzy gasped, attempting to dive in to the rescue, but a lunging head knocked her right out of the air, sending her crashing into the ground well away from the hydra. The hydra's single eye narrowed, all four surviving heads grinning as they loomed over the pegasus.

Twilight's levitation wouldn't be fast enough. Size and weight were never the issue so much as speed.

A drop of rain splashed against Fluttershy's face. She had nearly forgotten the storm brewing overhead. The hydra stood out against the blackness of the sky. A bright flash struck the library's lightning rod, followed by a ground shaking boom. Another drop of rain. The hydra's heads closed in for the kill. Its entire body glowed as Twilight tried to pull it away from her, but the necks had more than enough reach. All at once, they lunged, grinning wickedly around open maws.

Fluttershy whimpered, curling up as tight as she could.

The sky wept.

"Just because I told you I would protect you," the pegasus opened her eyes to find emerald green irises cutting through the darkness of the downpour, "that does not mean you need to be reckless."

"Mahara..."

The red mare slowly rose into the air.

"I'm a little late, I know, but I hope you can forgive me."

A bright red stream slipped over Mahara's lip, racing down her chin.

"Now... I want you to promise me something..."

The hydra's teeth sank into Mahara's body, halfway between her fore and hind legs.

"No... **No No No! PUT HER DOWN!**"

"I want you to close your eyes. No matter what you hear or feel, don't open them. Can you do that for me, please?"

The tendrils of flesh she had used to push Fluttershy out of the way slowly unwound, releasing the pegasus and leaving her behind.

"Just close your eyes."

The red mare smiled, another stream of blood flowing over her lip to join the first.

"Everything is going to be fine."

Mahara's eyes began to change color, green rusting to a near fluorescent red.

*"I promise."*

The change radiated out from her eyes; her skin began to peel like old paint, revealing something black and murky beneath the surface. Her mane became heavy, inky, wet against her face. Her lips flaked away, her teeth growing jagged, like interlocking razors. Her entire form seemed to pulse, dark lines of flesh spiderwebbing across the hydra's jaws like blood vessels. The hydra made an attempt to spit her out as it gave a muffled shriek, but she seemed to be locking herself into place. The three remaining heads tried desperately to rip her out, but digging into her only seemed to get them covered in the same sticky threads, stretching away from her body and spreading over theirs wherever the hydra made contact.

***“Please don’t watch, Fluttershy...”*** Mahara’s voice echoed in a disjointed chorus, overwhelmingly mournful. ***“I don’t want you to see me like this...”***

The hydra squirmed. Twilight had long stopped trying to drag it away, watching at a distance with the other ponies out of some combination of horror and morbid curiosity. The lines of black flesh reached all of the hydra’s eye sockets in unison, pushing through scaled eyelids and pulped ocular tissue like roots. The single remaining eye darted frantically, forced to remain open as Mahara pulled its eyelids back, digging in through the tear duct and around the rolling green orb. She had already invaded its nostrils. As the hydra began to gag, Fluttershy was struck with the horrible realization that the black vines were spreading down its throats as well.

***“Please...”***

Irregular bulges shifted and twisted under the hydra’s flesh, accompanied by a wet peeling sound.

***“Just close your eyes...”***

Three of the hydra’s necks erupted in a shower of gore, the full length of the windpipe exposed as Mahara’s blackened flesh spread the gaping incision. They couldn’t even squeak. The hydra fell into spasms as the heads attached to the severed necks began to writhe, pulled down by an unseen, likely internal force. One of the heads imploded. Blood and chunks of grey matter mixed with the falling rain as fragments of skull and jaw were wrenched out through the wound in the neck. The flesh inverted. Jagged bone projected from the wet meat beneath the hydra’s scalp as the head was turned completely inside out.

And Fluttershy watched; unable to look away, unable to close her eyes.

Two more heads suffered the same horrific fate, completely mutilated and left to fall limp against the ground. The remaining head was the only one that could see. Mahara had forced it to watch the carnage. That single eye rolled down at the pegasus, pleading wordlessly. The pitch black mare paused, directing her attention to Fluttershy.

*Do they... Do they want me to...*

Fluttershy stared back, a shiver passing through her, and slowly, she surveyed her surroundings. The path of destruction which the hydra had carved through Ponyville lay directly behind her. At least three ponies had been brutally devoured. Applejack's fate remained uncertain. The pegasus narrowed her eyes.

"This... All of this... Is because of you. You *deserve* to be punished."

***"As you wish..."***

The hydra gave a pitiful whimper as black veins began to show through its eye, bulging against the surface, distorting the curve until it collapsed in on itself, leaving a pulp filled crater. She could see Mahara inside the hydra's skull, undulating, constricting.

The final head burst like a grape.

The body followed, several jagged lines severing the flesh as Mahara ripped it apart from within. The remains of the hydra caved in on itself, a flood of torn and mutilated tissue riding a wave of dark blood. The pegasus could feel it washing over her, felt chunks of the hydra brushing against her in passing.

Mahara fell away from the broken, draconic form, staggering. A ray of sunlight pierced through the clouds as the storm subsided. Her black flesh began to bubble, cringing as she took a step toward Fluttershy. The glowing red of her eyes became softer, shifting back to green.

***"I'm sorry... I'm sorry it had to be like this..."***

The clouds quickly began to disperse, sunlight pouring through openings in the sky. Mahara's flesh took on a lighter shade, the red of her coat slowly replacing her inky appearance. She stood nose to nose with Fluttershy, the green of her eyes looking pale and washed out.

***"But they were right all along..."*** The echo in her voice faded, uniting into a single, weak whisper. "I'm just another monster..."

Several loops of intestine hung free from her body, a section of vertebra exposed to the world. Her gaping wound gushed, but already the fountain

of blood was beginning to wane. Her blood and viscera sizzled in the light of day, giving off wisps of smoke.

“And no one can love a monster...”

V ^ ^ V

Mahara collapsed against Fluttershy, and the pegasus went down with her, holding the wounded red mare as they lay in a glimmering pool of hydra blood. Twilight could hear the door to town hall opening behind her, the approach of hooves, the sound of Rarity's voice, but she couldn't take her eyes off of what lay before her, steadily spreading over town square like a crimson flood.

*She... Killed the hydra... Just like that...*

Rarity shook her head in the corner of Twilight's vision, then jumped off the stage and galloped toward the heap of bone, flesh and scale and the two ponies sitting just about in the center of it all. Pinkie Pie followed right behind the pale unicorn, hopping gleefully as though nothing out of the ordinary had occurred, though she did seem to vibrate in the air mid hop at least once.

“She is vulnerable now, it's time to end this. Follow my lead, there's no time for remiss.”

“Zecora... She just saved all of us...”

The zebra turned toward Twilight, glaring as she snorted. “No, Twilight, she saved one pony! Do not tell me that she isn't a phony!”

The purple unicorn took a step forward as more and more ponies approached the pair at the center of the carnage. The sound of Fluttershy's sobs carried across the open. She turned to Zecora, looking more troubled than anything.

“You're probably right as far as her origins are concerned, and she has done some terrible things to good ponies in recent days, but Zecora... She just saved the life of my friend.”

“But is Applejack not also your friend?! Where was Mahara when her flesh the hydra sought to rend?!” The zebra stomped, absolutely livid. “Do not be fooled by such an act! She has deceived you before, this is a fact!”

“This wasn’t an act, Zecora. That hydra is *dead* and we’re all still *alive*.” She made her way to the stairs, the zebra staying put as she fumed. “I’m not saying she’s a good pony, don’t get me wrong, but... I don’t think she’s evil... I want to wait to hear back from Celestia before we take any action.”

In the distance, Pinkie suddenly shot into the air with a yelp of surprise, convulsing as she hovered. She dropped casually back to the ground with a distant giggle.

“I can understand why you would hesitate, but this matter is dire! It is not safe to wait!”

Zecora leapt off the stage and broke into a gallop, passing other ponies as they cautiously made their way toward the steadily growing crowd. Twilight took off after her, pushing several ponies aside as she tried to keep up, catching snippets of conversation in the process.

“...never seen anything like it. Dark magic, maybe?...”

“...absolutely horrifying! No pony should be able to...”

“...she step in before the hydra murdered Aloe, huh?!...”

“...the same mare Twilight was warning us about?...”

“...poor Coconut... I was just talking to him yesterday...”

“...even more dangerous than the hydra, in my opinion...”

“Yeah, I guess the doozie just happened!” Pinkie shouted excitedly as Twilight drew nearer. “I wonder what it was if it wasn’t the hydra!”

The next shout came from Fluttershy. “You keep away from her!”

Twilight broke through the crowd to find Fluttershy standing over the wounded red mare, wings spread wide to keep her out of the direct light of

the sun. Mahara stirred softly, her eyes heavy as she surveyed the ponies surrounding her. Across from Fluttershy, Zecora crouched low to the ground, a knife clenched between her teeth. The zebra glanced to Twilight, then back to Fluttershy. The crowd behaved in a similar fashion, and then broke into shouting and shoving.

“Let the zebra finish her off!”

“What’s wrong with you?! That mare is a hero!”

“That thing is hardly a mare! It’s no less a monster than the hydra!”

“How many more would be dead right now if she hadn’t intervened?!”

“How many would still be alive if she had killed the hydra sooner?!”

“Everypony, please!” Twilight stomped as she came between Zecora and Fluttershy, hushing the bickering ponies. “It is not our place to decide her fate! Yes, ponies are dead because she didn’t arrive sooner, and yes, she has displayed a powerful and destructive magic that I’m unfamiliar with, but she has saved countless more lives in defeating the hydra than we might have risked trying to finish the fight ourselves! You are all forgetting a fundamental truth about the nature of a pony. There is good and evil in all of us. The fate of this mare should be Princess Celestia’s decision, not the will of an angry mob.”

“She... would be disappointed... I think...” Twilight glanced down at the source of the voice, finding Mahara grinning up at her. “Twilight Sparkle... defending an unholy abomination... Still... I appreciate... your compassion...” The red mare coughed, droplets of blood spattering from her mouth.

“You deserve to be treated fairly,” Twilight replied, “even if you’re a lying fraud.”

The red mare whispered something too faint for her to understand, then smiled, resting her head against the ground. She closed her eyes, gradually going completely still. Twilight parted her lips, her brow knitting as she focused on the red mare’s chest. Fluttershy faltered as she came to the same conclusion, giving a short, dry squeak. As gently as she could, the



pegasus nudged Mahara with a forehoof, finding the red mare completely limp. Twilight watched as several of the ponies behind Fluttershy cast their eyes down, others looking on with anger and indifference. Fluttershy tried again, but Mahara did not stir. The pegasus let out a pained gasp, closing her eyes tightly, violently shaking her head.

*"Please no..."* Fluttershy whispered. *"Please... Please wake up..."*

Rarity lifted a hoof to her back, rubbing gently. "I'm so sorry, dear..."

Fluttershy looked to Twilight again, maintaining her stance over the body of her friend.

"Twilight, I need to take her away from here..." Fluttershy trembled as she fought to contain her sorrow, her eyes darting. "I... I don't want leave her like this... Out in the open... They... They'll desecrate her! String her up like a scarecrow!"

Zecora spat the knife into her forehooves, lunging for Mahara "And she is deserving of such an end!" Fluttershy shifted into her path, glaring back at the zebra. "Why is this something you refuse to comprehend!?"

Twilight reached out with her magic, but the knife found purchase in Fluttershy's left shoulder. The zebra froze, eyes wide and terrified as she found her blade embedded in the pegasi's flesh. Twilight was too startled to gasp, too shocked to even blink, while other ponies recoiled from the sight. Fluttershy refused to budge, still glaring, casting a deep shadow with her full wingspan as she stood over Mahara. An intense silence stretched on for almost a minute, all eyes on the pair.

"I see now that you have already made your decision... Her influence is much stronger than what I had invisioned..." The zebra released the knife, turned from Fluttershy and slowly made her way across the town square.

Several ponies lowered themselves to strike Zecora as she approached, but as Twilight commanded, "Let her go," they hesitated and backed down.

A sea of ponies reluctantly parted around the zebra. "Twilight Sparkle, my friend, remember my warning." She looked back to the purple unicorn, her

brow furrowed, pained. “Do not be surprised when you wake to greater horror, some morning.”

Zecora vanished into the crowd, the sound of her hooves growing faint under the murmur of hushed conversation.

Fluttershy whimpered softly as she pulled the knife out of her flesh, dropping it with a splash. In that same moment, Pinkie came up beside the pair, harnessed to a cart.

“I figured you’d probably want one of these...” The pink mare gave a delicate smile that was not returned.

Pinkie went quiet after that, looking down at the ground as Fluttershy and Rarity lifted Mahara’s body into the back of the cart. Twilight, and all the other ponies present, watched as the three of them left Ponyville in the direction of Fluttershy’s cottage.

V ^ ^ V

# Chapter Six

## In All Honesty

“She’s stable, for now.” Redheart looked up from her work, smeared with blood from her face to her forehooves. “If you had been just a minute later, I don’t think I would have been able to save her.”

Rainbow Dash gave a slow, solemn nod, still trembling softly as she lay beside Applejack.

The tranquility of Whitetail Woods had been replaced with various degrees of weeping and frightened shouting. The cyan pegasus considered herself beyond fortunate that Nurse Redheart had grabbed medical supplies from her clinic before evacuating. The pegasus choked back a whimper as she imagined what would have happened if the medical pony had lacked such foresight. Redheart gave Applejack’s freshly covered wound one last inspection before stepping away from the pair to deal with other injuries.

They were far from alone, but to Dash, everypony else might as well be miles away. All she could do was watch the slow, steady motion of Applejack’s breast as she lay on her back, or stare at the pink stained bandages where Applejack’s left hock used to be. Leafy shadows and blotches of sunlight floated lazily across the blond mare’s unconscious form as the surrounding trees swayed in the breeze. The sky had cleared not long after Dash had arrived, but the shining sun and chirping birds contrasted the emotional storm brewing within the residents of Ponyville.

Rainbow Dash curled up against her unconscious love, fighting and failing to contain her sobs.

*If only I had been faster... Why wasn't I faster? Why couldn't the damn hydra have bitten my leg off instead?*

Applejack stirred, eyelids fluttering, and the pegasus felt her heart fill with hope. Instead of opening her eyes, the blond mare weakly lashed out with a bandaged forehoof, going still again after her foreleg fell limply back to her side.

"You get em', AJ..." whispered Rainbow, "Don't you ever stop fighting..."

A sad smile found its way to her lips, gently resting an ear against Applejack's chest, listening to her heartbeat.

*She's alive. Even if she's been maimed, even if I wasn't fast enough, even if that fucking hydra is destroying the rest of Ponyville right now, she's... She's alive... But... What about...*

Only then did Rainbow Dash realize that she had abandoned her friends in the heat of battle. An entirely new paranoia swept over her as she imagined the consequences of her actions, the potential destruction and death that her departure may have caused.

*What will AJ think of me if... If I let everypony else die... Just to save her? Would she... Could she still love me? What if she had wanted me to leave her so that I could keep fighting?* The troubled pegasus looked to Applejack, but found no relief in her vacant expression. *Please don't be mad at me, AJ... I... I did this because I love you... You're more than just a friend... They don't know that... I don't expect them to understand...* Several tears splashed against Applejack's neck as the pegasus leaned closer to her face. *But you mean more to me than anything... If saving your life means I had to be disloyal to everypony else, then that's the way it's gonna have to be... I just... I hope you can forgive me, for choosing you over them...*

She was about to start weeping anew when a shout brought her out of her mournful trance. A small group of ponies had just penetrated the tree line, doing their best to get everypony's attention.

"The hydra is dead! It's safe to return home!" A cheer went up from those in earshot, other ponies wandering closer to try and understand the cause for commotion as the stallion continued to shout. "Spread the word! The hydra is dead!"

The pegasus looked to her unconscious companion, then back to the steadily gathering crowd. "AJ, I'll be right back..."

The onslaught of questions melted into a jarring buzz of interrupted sentences and barely understandable fragments, but the general focus seemed to be who and how. The overwhelmed stallion recoiled a few steps from the gathering ponies, then began to stomp until they had quieted down.

“Okay, okay everypony, I don’t know who else has been eaten, or what property was destroyed.” The stallion looked around at the growing number of faces, barely making eye contact with Dash in his pause. “All I know is that the hydra is as dead as can be, and that monster Twilight Sparkle was telling us about is the one that killed it. I didn’t see it myself, I was in my basement, but I came up when everything went quiet, and that’s what everypony seemed to be saying.”

The chatter started right up again as Dash hovered just above the crowd. She found it hard to believe that the mare responsible for the recent string of attacks had actually done something beneficial for Ponyville. Ponies had died, and Applejack would never fully recover from her injury. Hearing that Mahara had stepped in only after irreparable damage had been done filled her with more rage than relief. At least half of the crowd shared her sentiments, but there seemed to be just as many ponies singing the red mare’s praises. The stallion went on his way as the crowd began to bicker, leaving Dash uncertain of the next course of action. A fair number of ponies broke off from the larger group, talking amongst themselves as they took to the road leading home.

*Is it even safe to move Applejack? She... She lost a lot of blood... Maybe... No, definitely... I need to find Redheart and ask her what to do.*

An orange pegasus filly approached Rainbow Dash as she began her search. The cyan pegasus barely noticed her until she realized she was being followed.

“Hey, kid, have you seen Redheart around?”

“N-no... But... I... I need to talk to you...”

Dash glanced back at the filly, recognizing her after a moment as Scootaloo. “Not right now, kid. I’ve got more important things to take care of right now.”

“Please, I don’t know who else to talk to!”

“It’s going to have to wait, okay?! My marefriend almost died a little while ago!” Dash froze in the air as she realized what she had blurted out. Scootaloo seemed similarly shocked. “Yes! My marefriend! I love Applejack and I don’t care who knows it anymore! Now will you **please** leave me alone?!”

The filly sniffled and ran off, but Dash couldn’t be bothered. She spotted the nurse wrapping bandages around a mare’s torso. As she got closer, she realized that Bonbon was one of the ponies who had been trampled in the chaos.

“I don’t suppose you’ve seen Lyra around? I-” The cream colored mare gasped in pain as she tried to sit up, causing Redheart to put a hoof to her shoulder. “Sorry, I know you told me not to move like that.” Bonbon eased herself back to the ground, turning her attention back to Rainbow. “I lost her in the commotion. If you see her, tell her I’m okay, would you?”

“If I see her, sure.” The pegasus turned her attention to Redheart, who had her snout in a medicine bag. “Is it safe to move Applejack? I mean, with her injury and all?”

Redheart lifted her head out of the bag, a roll of medical tape in her teeth. She shifted her weight to her hind legs, dropping the tape into her forehooves.

“Moving her to my clinic is definitely better than tending to her out here.” The nurse tugged at the roll until she had torn off a strip. “I’ll go with you when you bring her there, but after that, I’m going to need you to help move other patients. Can you handle that?”

“Definitely. How soon do we start?”

V ^ ^ V

Sadness was not an alien emotion to Pinkie Pie. However, the frequency with which she felt true sorrow was very low. It was a sensation she had not truly experienced since attempting to help Fluttershy overcome her

depression. In some ways, the circumstances with which she now felt herself gripped with sadness were identical. Rarity had given up on trying to console Fluttershy, and the pegasus wept quietly as she kept a slow, mournful pace alongside the cart. Whenever Pinkie glanced back at her, she found Fluttershy's gaze fixed on the body of her fallen friend. Her hair wavered, threatening to go limp.

*It must be like... Waiting for someone to wake up, even though you know that they're going to be asleep forever... Poor Fluttershy... Maybe a song will cheer her up! Maybe... Maybe not right now... I'd need to think up the words anyway. I... I want to be positive! I really do! But... I can't... Would that even be right? I was so happy after watching Mahara defeat that nasty hydra, but... I... I didn't expect her to die... I didn't expect anypony to die! I know it's silly, but it feels like nobody ever died before today, and now... We're up to our necks in it, trying not to drown...*

Angel stood just outside the cottage, watching the three of them from the top of the hill. When he cringed, Pinkie guessed it was because of the cart. Fluttershy had plucked a sheet right off of somepony's laundry line before leaving town, draping it over Mahara's body to stop the sun from cooking her, or at least what Pinkie assumed was the sun cooking her. Shortly before being covered, she had seen the red mare's flesh seared where it had been exposed to direct sunlight. The sight made her think back to sun burns and times when she had ruined baked goods before becoming skilled in the kitchen.

*The sun isn't an oven, though... And I haven't sizzled up when I get cuts or scrapes outside... Maybe it's because she's a monster. Was a monster... A really nice monster that made Fluttershy happy... Maybe monsters aren't supposed to come out during the day? That makes sense, I think. Mahara sure is brave, then, visiting us when she knew one little accident might have her smoking like a chimney. Well... She was brave... I don't think she can be brave anymore... A few strands of pink hair fell against the side of her face. No no! Stay positive, Pinkie! Your friends need you to stay positive! I need me to stay positive! I... I can plan a party to help take everyone's mind off of this! Yeah! That will work, right?*

Fluttershy unhitched Pinkie from the cart when they reached her front door. Rarity opened her mouth to say something, but Fluttershy just shook her head, pointing back toward town, never once looking up at them.

"I... I need to be alone..." The pegasus shuddered, a half choked sob dying on her lips. "Th-thank you for walking home with me, b-but... I jus-just want to be alone, o-okay?"

Rarity took a step toward Fluttershy, but the pegasus only pointed again, her forehoof shaking.

"I'll b-be alright... I just w-want to... to..." Fluttershy met Rarity's concerned gaze with a look that made Pinkie's heart feel like breaking. "Please... J-just for today..."

"Very well, dear... But, I'll be back first thing tomorrow." The unicorn wavered, as if unsure that she should leave. "Please don't do anything rash..."

"I've u-used up all my suicidal urges for a good long while," Fluttershy forced a smile, but her pain bled right through the expression. "Don't you w-worry about me."

"Pinkie Pie, let's head back to town, shall we?"

"Yeah... I hope you feel better soon, Fluttershy."

The pegasus gave Pinkie a strange, distant look, and it felt as though Fluttershy were looking right through her. She immediately regretted saying anything at all.

"Sorry," she whispered, turning toward Rarity and following her down the path.

Only when they were well away from the cottage did Rarity attempt to start a conversation.

"I was just putting the finishing touches on her dress last night. Pity that she'll never get to see it completed..."

"Well..." The opportunity to be positive surfaced. It was much easier without Fluttershy's weeping to dampen her thoughts. "She doesn't have to see it to wear it! I mean, even though she's a monster and she's all dead,



that doesn't mean she won't have a funeral, right? I've never planned a funeral reception party before! This will be a challenge!"

Rarity cocked her head, watching as Pinkie regained the slightest bit of the spring in her step. "I don't believe that a funeral reception is the same sort of party as, say, a birthday party."

"Well of course not! It's not a party that celebrates one measly birthday! It's a party that celebrates a pony's entire life! How is that *not* a good reason to plan the biggest, best party possible?" The unicorn appeared increasingly disturbed as she noted the wide grin plastered across Pinkie's face. Pinkie continued anyway. "I know that, when I die, I want *everyone* to celebrate! I want it to be a huuuuge party, and I want everyone to be invited! That way, no one will be sad that I'm dead, because they'll be too busy celebrating!"

"Yes, well... I suppose focusing on happy memories is better than becoming consumed with grief... I would think that it's easier said than done, however." Carousel Boutique came into view, and Rarity began to diverge from the bouncing pink mare. "You're quite welcome to come with me when I go to check up on Fluttershy in the morning. You certainly have a better grasp on being positive than I."

"Seeya later then... Oh! Good work with that hydra, too!"

The unicorn grinned back at Pinkie as she pushed open her door. "Oh, hardly dear. I missed my mark as often as I hit it. Thank you just the same. Take care!"

Pinkie bounced in place as she waited for the door to shut, but as soon as she heard the click, the pink mare whipped around and began a mad dash back to Fluttershy's cottage.

*I promised to Twilight, after all! Even if she's mourning and the monster is dead, I need to make sure nothing bad happens to her! I mean... She wouldn't hurt herself because she's really sad, right? But then, she's not really the same Fluttershy anymore, is she? She's been through so much this year. She still talks like the Fluttershy I know, but... She's different now. I can't blame her, either. I'm sure I'd be different too if I went through all that. I wonder if she'd be happier if she were still with Lucky... If he hadn't gone and had tongueshakes with some other mare... You know, I've*

*never tried talking to him. I should give that a shot and see if I can learn anything that might help Fluttershy! I bet she'd really like that! It might help her take her mind off of Mahara! Okay, slow down, you can't spy on her if she knows you're here.*

Pinkie got as low to the ground as she could, crawling along the outside of Fluttershy's cottage. She could hear the pegasus inside, still crying, but she sounded tired now. Her being in the living room, not to mention all the curtains being drawn, meant that the downstairs windows were right out. The bedroom window seemed like a viable option.

*It's gonna be a jump, but I think I can manage it! Just need something to give me a boost! Uhhhh... Oh! This tree here! Okay, easy now... Bend it back... Just a little more! Aaaaaand... Ha-ha! Ooof! Okay, quiet down now. You're on the roof. Just gotta... Nudge this window open... There! I'm in! Okay Pinkie, quiet as you can! This is a sneaking mission! European Extreme: Game over if discovered! Getting closer... I can see her! This is far enough then. Just gotta stay out of sight and make sure nothing bad happens to her. Angel might be a problem, but he's busy trying to calm her down for now. Maybe I can bribe him if he sees me. Ooh, what's she doing?*

Through the stairway banister, Pinkie watched as the pegasus got up from Mahara's lifeless side and made her way over to a cabinet by the front door. She returned to the red mare with an enormous bag. As soon as Fluttershy had set it down, she began to remove all kinds of surgical supplies from within, laying them out in front of Mahara. The pegasus was completely silent as she went to work, save for a few quiet snuffles.

*What is she going to do with those scissors...? Oh! Oh gosh, she's cutting off those tentacle things! Well, two of them anyway. And she's cutting them open? What, is she making a coat? Wait... Wait no, I get it! She's patching up the hole that the hydra left in Mahara's tummy! Well... Her whole torso, really. That thing nearly bit her in half... Yeah, she's sewing the skin into place over the bite. Well that's nice of you, Fluttershy, fixing up your friend like that. But... I don't think that's going to make her come back to life... Maybe that isn't the point. Maybe she just wants Mahara to look pretty when they bury her. Wouldn't make sense to have her in a coffin with all her guts hanging out...*

The pegasus sat back when she had finished, looking over the post-mortem skin graft. The red mare lay on her back, a peaceful smile on her unmoving lips. The distant chirping of birds and the low rustle of leaves filled the room; it was a beautiful, sunny day outside.

Fluttershy had stopped crying, but Pinkie could see the strain.

*I wish there were some way for me to make this better... But... I can't... I can't help you... Does that make me a bad friend?*

She felt a tear roll down the side of her face.

*I'm so sorry, Fluttershy...*

Her pink curls went limp, swaying gently as she looked on in silence.

V ^ ^ V

"Part of me felt like I would never fall in love again, after what happened." Her gaze drifted tiredly over Mahara's tranquil face. "So much for that, Fluttershy, you're going to be a single mare for the rest of your life. And... And then you came along... I'm not even sure what it was that first night. It almost felt forced, but... I didn't care. After knowing what it was like to be in love, and then losing it... I just wanted something to fill the void. Does that mean I've just been using you?"

Angel sat beside the pegasus, watching her with a face full of anxiety as Fluttershy held a one sided conversation with a corpse. A few minutes passed before she continued.

"I suppose I should be asking you if you've been using me, though. I know that you need to drink blood now, but... You never even tried to drink mine." A flock of birds swirled outside the window, beckoning the pegasus to join them. The temptation wasn't even there. "That night... Were you going to? Were you about to bite me, and then you stopped? Why?"

The numbness she had experienced upon realizing that Mahara had passed on was slowly beginning to wear off. A shallow wave of sensation came over her. She was exhausted, she was hungry, her head ached, and her right rear hoof throbbed where she had stepped on the blade of a knife.

The bleeding from her shoulder had slowed to trickle, the edges of the stab wound slowly scabbing over.

*I should probably disinfect this and cover it...*

Fluttershy took a white rag from the medical supplies, dousing a corner with alcohol. Very carefully, the pegasus brought the rag to her shoulder, disrupting the coagulation process. Her blood began to run, welling up in the pinpricks of her capillaries, pooling together into a single rivulet. Her eyes traced the slowly rolling path down her foreleg, holding that leg horizontally to stop the motion. Mahara remained motionless as the pegasus looked from her blood to the red mare and back again.

*This isn't a fairy tale, Fluttershy... But... There's no harm in dreaming...*

"I don't care if you were really a monster... I don't even care that you lied about being a monster... You shared something with me..."

She brought her mouth to the crimson stream, gathering it up with her tongue, spreading it over her lips.

"I would have gladly shared something with you in return..."

Fluttershy leaned forward, nose to nose with Mahara, eyes to eyelids and curly lashes.

"All you had to do was ask..."

The red mare's lips were cold against her own, made sticky with a bloody kiss.

"So, this is goodbye..."

Before the pegasus could even pull away, she felt a shudder. Not her own, but from the lifeless form before her. She wrote it off as her imagination, until she felt it again. Fluttershy uttered a dry scream, stumbling back, looking Mahara over as the red mare began to twitch.

The blood on Mahara's lips had vanished. Her breast came to life with a sharp, sudden gasp. Her eyelids fluttered. Just as suddenly as she had begun to convulse, she became still once again.

A full minute passed as Fluttershy watched, wide eyed and speechless, trembling with shock and fear. Angel stood defensively between the pegasus and the earth pony. Slowly, Mahara turned her head toward Fluttershy, looking as surprised to see the pegasus as the pegasus was to see her.

"Hey..." Mahara's brow relaxed, and she gave a tired smile. "The two of you look like you've seen a ghost..."

Fluttershy sputtered, trying to organize her thoughts. "I- What- You- How?! I don't understand!" She glanced down to Angel, who seemed similarly confused, offering up a shrug.

"I was dead, and now I'm not." The red mare rolled onto her side, wincing slightly. "That's pretty cut and dry if you ask me."

"But..." The pegasus was lost for words, her mouth agape. "How?"

"Your blood, Fluttershy." The red mare brought a hoof to her lips, smiling. "You're the reason I'm alive right now. I suppose that makes us even."

"Am I... Is... Is this a dream?" The pegasus tightly closed her eyes, brow furrowing, blinking several times when she opened them again. "Is this really happening? How can this be real? I... I watched you... *die*..."

"While there are some major drawbacks to being like me, the rules of life and death are a little more flexible."

While witnessing Mahara come back from the dead was initially stunning, the shock of seeing Mahara alive again quickly began to wear off. Fluttershy flung her forearms around the red mare's neck, hugging her tightly as a few happy tears streamed down her cheeks. The pegasus saw Angel in the corner of her vision, smiling back at her; he gave a single nod, then made his way to the kitchen.

“I was so scared!” Her voice and her happy sobs were muffled as she buried her face in the side of Mahara’s neck. “I... I thought I’d never see you again!”

The pegasus felt a hoof against the back of her neck, gently stroking. “I know... And I’m sorry about that, but there wasn’t much I could do until you gave me some of your blood.”

Fluttershy shuddered, her happiness not quite crashing, but suddenly plummeting as she remembered all the unanswered questions that had been brimming on the tip of her tongue.

“So... Um... About that... Why didn’t... That is... You...” The pegasus pulled back, looking Mahara in the eyes. “You kept it a secret... From me... Why?”

The red mare looked away, her hoof falling back to the floor. “I was afraid you would look at me differently... That it would change what was developing between us...” She brought her gaze back to Fluttershy’s, a sad smile on her lips. “Of course, with me galloping around after sundown, sucking everypony’s blood, it was only a matter of time until things went wrong...”

“I... I need to know the truth... All of it... I talked to Rarity before the hydra attacked, and she um... She said you would explain things...” The pegasus held her gaze, trying to dig up the confidence she needed to continue.

“Yes, that was part of our agreement... What would you like to talk about?”

“The very first night we met... You um...” She hesitated for several seconds. “You told me a lot of things... I’m guessing most of those things weren’t true.”

The red mare heaved a sigh, slowly rolling onto her hooves, but remaining on the floor. “The first night, when we had just met, I presented myself in a way that I felt would guarantee getting behind your defenses. The bandages, the story about being an orphan and about the griffons attacking my wings... all fabrication designed specifically to make you open up to me.”

The pegasus gave a slow nod, waiting for more.

"I'm not an orphan, and I never had wings to begin with. These things growing out of my back; I can make them come and go as I please. I keep them for convenience most of the time. At the party, I could have easily just absorbed them back into my body, but playing victim gave me just a bit more of an edge with you, on top of the fact that you would question me later if they were suddenly gone."

"How much of this was just an act, then?" The pegasus glanced away, a bitter sadness welling up inside her. "Did you only pretend to be interested in me?"

"The kiss we shared that morning... The fondness I felt spending time with you... That was all genuine." Fluttershy felt Mahara's forehoof against the side of her face, half brushing, half tilting her head back toward the red mare. "I hid all my dark secrets from you because I didn't want you to be afraid of me. I assumed that lying to you was better than you knowing the truth..."

"Rarity told me that you need blood to survive. You couldn't have tried to explain that to me? I would have been a little uncomfortable at first, but I wouldn't have turned you away! You..." Fluttershy leaned forward, glaring. "You almost killed Applebloom! How could you think that was better than just telling me the truth?!"

Mahara froze, her expression softening, her gaze becoming distant. "I... Applebloom and I... Spending time with her reminded me of what my life was like, before Luna, before all the changes... I thought, what if she could stay like that forever?"

"What do you mean?"

The red mare's gaze swept the room, making eye contact with Fluttershy for a few fleeting moments. "I don't age, Fluttershy. I look exactly the same now as I did back then. I can change my appearance, of course, but my true self isn't a day older than when I became what I am now. I told Applebloom that she could be like me... Stay a filly for as long as she wanted, and... She seemed to like the idea. The same night I met you, I met her. I hypnotized her, just a little bit, but..."

Mahara closed her eyes, her brow furrowing. “Younger ponies are a lot more susceptible to hypnotic suggestion... Even that little bit of hypnosis may have made her a little crazy... She was friendly enough *before* I messed around with her emotions, so doing that just amplified what she already felt, even if she didn’t know she felt it...

“So... The following night, she invited Scootaloo to the clubhouse as I had requested. I was going to teach her how to feed, just to be sure that she really wanted to go through with it... Well, I paralyzed Scootaloo, and then I started to feed from her when Applebloom bit the other side of her neck. I wasn’t expecting her to do that, so I stopped. Then Applebloom started saying how she didn’t want me biting anyone but her.”

The red mare took a deep breath, a small tremor running through her. “I could still taste and smell Scootaloo’s blood, see the look of terror on her face as she looked back at me. I started having second thoughts. I didn’t have a choice when this happened to me, and... I realized that she was too young to really think it through...

“Applebloom kept insisting, though, so... I bit her... And I lost control. She just kept telling me to bite harder, and... I couldn’t stop drinking.”

Mahara opened her eyes, but was unable or unwilling to meet the pegasus’s gaze. “I didn’t stop until she passed out.”

The silence stretched on for an uncomfortable length of time as Fluttershy struggled to find the words she wanted. Her gaze drifted over the darkened room, searching for the right phrasing. A gentle breeze came in through the broken window, bringing the smell of grass and lightly blowing her mane.

“Is... Is that um... What you were going to do to me?” She tilted her head to the side, meeting Mahara’s reluctant eyes. “You were going to feed off of me? Turn me into a creature like yourself?”

“I never *wanted* to turn you into... *This*... Never once did that cross my mind. I did come very close to drinking your blood, though... And...” The red mare glanced away again, desperately trying to avoid eye contact with Fluttershy. “That night, the stirring in your chest? Or that dreamy feeling you got every time you looked into my eyes?”



“So you did hypnotize me...”

“Only a little!” Mahara fell silent for a moment after her outburst. “I... I wasn’t sure how much time I would have... I wanted to make the most of it while I could, and then at the last minute, I got cold hooves and decided to let this run its course without any further supernatural influence. The effect of hypnosis on adults is much more subtle and much less enduring. By the following morning, you were probably only feeling lingering effects.”

“It... It felt real, though... Are you telling me that you planted those feelings in my mind?”

“Not in the least. The emotions you experienced were all your own. I only intensified them. You are the one who decided whether or not they were worth exploring.” The red mare gently put her forehoof on Fluttershy’s, withdrawing it as the pegasus narrowed her eyes. “The morning we kissed? That was all you... Whatever you felt for me then is no less real than what you feel for me now.”

Fluttershy cocked an eyebrow, giving that some thought as she carefully judged Mahara’s expression. The red mare attempted a timid smile, leaning in to nuzzle the pegasus, but Fluttershy shifted away from the attempted gesture. On top of all the confusion and sadness in her heart, she could feel anger slowly bubbling to the surface.

“I... I’m upset... I’m upset that you didn’t even try to explain all this sooner... And I’m still not entirely sure if I can even trust you...” The red mare shrank back, looking down at the floor, but Fluttershy continued uninterrupted. “How can I, after what you’ve done? You lied to my face! You’ve been lying to me since you came here!”

“I know... I know that what I’ve done is wrong...” Mahara slowly looked up, meeting the pegasus’s angry glare. “And that’s why I brought something back here while you were in town. Proof that you can trust me.”

Fluttershy did a quick visual sweep of the room, looking for anything new or out of place. “What do you mean by that?” Her search came up empty. “You... You brought me something?”

"I hid it under the couch cushion." The red mare lifted a forehoof off the floor, pointing to the furniture behind Fluttershy.

The pegasus glanced behind her, eyes narrowed with uncertainty. "Hid what?"

"See for yourself."

Fluttershy turned to the couch, lifting up the cushion with a forehoof. She was greeted to the sight of a single book. She looked back at Mahara, who simply smiled and nodded. Carefully, the pegasus removed the book from the couch, turning it over in her hooves. The stitch work on the cover was atrocious. It was extremely dirty, on top of that.

"I don't understand."

"Really?" The red mare's eyes widened, brows elevated. "Somehow I thought Twilight would have been a lot more vocal about possessing the key to sealing me up again."

"How is this the key to... Why does that matter? I don't want to put you back wherever you were!"

"You're missing the point... I'm giving you the option. I'm letting you decide where we go from here. After everything you've been through, before and after me, I think you deserve that much."

Fluttershy looked down at the book again, sliding a hoof along the binding.

"What is it?"

"My diary."

"Your..." She looked up, discomfort finding its way into her expression in the form of an anxious frown. "Where um... Where was... I mean... Where did you get this?"

"I snuck into the library right after Twilight and Zecora left for the meeting. They tried to rub sunflower seeds on the door and windows, but..." The red

mare grinned, waving a forehoof dismissively. "I found a way in through a mouse hole."

"Where were you when the hydra attacked the town?"

"I... I thought that everypony would be able to handle it without me... So when I saw the hydra on the edge of town, before it started eating ponies... I just ignored it and came back here."

"You just *ignored* it?"

"It's been a long time since I've been around. I assumed maybe Ponyville would be prepared for an attack like that, being so close to the edge of the Everfree forest." Mahara looked down at her forehooves, ears splayed. "I hadn't expected you to involve yourself so directly, though... When I got back to town, and I saw you jumping out of the window; that's when I darkened the sky enough to transform. Even if you hadn't cut yourself or stumbled, I still would have intervened when I did... I had no idea..."

Fluttershy's lips parted with disbelief, eyes narrowed with scrutiny. "But... How could you? You just..."

The red mare squirmed uncomfortably, avoiding her furious stare.

"That monster *killed* three ponies, Mahara!" Fluttershy thumped the floor with a forehoof, wings unfolding. "Applejack is lucky to have gotten away at all! You should have stepped in much sooner if you knew that you could help!"

"Would you have wanted me to destroy the hydra before it had drawn innocent blood? Would the inhabitants of Ponyville have cared if I had spared three of their own with a display of my true nature?" She met Fluttershy's look of outrage with a stare of her own. "Even if I had jumped in and saved the day before the hydra could cross the river, they would still look at me with disgust."

The pegasus shook her head vigorously as she got to her hooves, glaring down at Mahara. "You don't know that! They're good ponies! They could have learned to accept you for what you are! They still can!"

“If there’s one thing I’ve learned, Fluttershy, it’s that ponies are stubborn. They were when my age matched my appearance, and they haven’t changed one bit since then. And...” The red mare looked away again, hesitating. “There is a more urgent issue we need to address, I’m afraid.”

“Don’t try and change the subject!”

“Fluttershy...” Mahara reached out, brushing a forehoof against the pegasus’s hind leg. “This concerns you...”

The red mare slowly traced the contour of Fluttershy’s leg, and the pegasus’s gaze followed, sparing a few quick glances to Mahara in the process. Her forehoof came to a stop along the freshly scabbed gash in the back of Fluttershy’s rear hoof. Mahara looked up, slowly, sadly. Fluttershy recognized the worry in the red mare’s expression, a nervous chill running down her back.

“I wanted it to be your decision, whether or not you would follow me where I go from here, but fate has not been so kind to us...”

“Wha... What are you telling me, Mahara?”

“You haven’t realized it yet, but... You’re already undergoing the changes. It won’t be long before you’re just like me...”

V ^ ^ V

Rainbow Dash stood out against the blinding white glare like an angel. A hydra loomed behind her, thousands of heads undulating, writhing, eyes glowing green with unholy fire. Applejack cocked her foreleg back, then released an earth shattering strike. The hydra resonated from the blow, shrieking as it dissolved. The blond mare fell back into darkness, Rainbow and the inviting glow surrounding her growing increasingly distant, and then vanishing entirely.

*“Don’t you ever stop fighting...”*

“Sugarcube?! Is that you?” Applejack stumbled around in the darkness, the ground wet and cold against her hooves. She shivered in the frigid void.

“Where are ya?! Ah... Ah can’t see! ‘s too dark!”

She brushed against something abrasive; tree bark. It felt sickly and distorted as she reached out to touch it. A light pulsed overhead, illuminating her surroundings in short bursts. The trees surrounding her were dead and warped, stretching their gnarled limbs toward her, but forever out of reach.

The earth trembled beneath her, and then she couldn't feel it any more. Applejack was flying, but without wings. She felt forelegs around her breast, holding her tightly. The darkness of her vision was replaced with a blur of moving colors. She tried to turn her head, but couldn't find the strength. Her left hind leg felt numb and alien.

*"Just hold on a little longer..."*

"Ah ain't got nothin' ta hold onto... Ah'm scared, Dash... Everythin's changin' so fast..." The colors began to fade, replaced with an empty, quiet darkness once again. "Ah don't wanna lose you! Please don't go!"

Applejack felt herself falling, slowing, stopping. Something soft cushioned her. A gentle glow illuminated the puffy edge. It occurred to her that she was laying on a cloud. She crawled to meet the light, and found herself staring down at Sweet Apple Acres.

It was fall. Two ponies galloped side by side down the rows of the orchard, shaking the leaves from the trees. Their laughter drifted to her ears.

*This... This was the day when she...*

"All I'm saying is; if I was with you girls when that hydra started chasing you, I would have taken care of it lickety-split!" Rainbow Dash grinned, holding her head proudly. "No doubt about it!"

"'s that a fact?" Applejack rolled her eyes, shooting the pegasus a grin of her own. "Well hot shot, next time we see that hydra, ah'll show ya how we do things down on tha farm!"

"You're gonna bore it to death talking about your family history? Puh-lease!"

“Ah was thinkin’ somethin’ more like **this!**” Applejack heaved herself sideways, colliding with the cyan pegasus and sending her stumbling, causing her to fall behind. “Wassa matter? Ain’t you supposta be tha fastest pegasus in Equestria?!”

The blond mare laughed over her shoulder, downgrading to a giggle as Rainbow Dash spread her wings and attempted to close the gap between them.

“Oh you think you’re funny, huh?!”

“Sugarcube, Ah’m a riot!” Applejack pushed herself, galloping as fast as she could, but the pegasus was catching up with every powerful stroke of her wings.

Their chase had taken them down the last row of the orchard, back toward the enormous pile of leaves in the center. Big Macintosh had been raking, but was nowhere to be seen. Applejack glanced back, gleeful and panicked to see that Rainbow Dash was only a nose or two behind her, and in the blink of an eye, not even that.

“Gotcha!”

Dash tackled Applejack into the leaves with a rush of dry crushing and a fit of laughter. Applejack lay on her back, still giggling, breast heaving as she caught her breath. The pegasus lay on top of her, smiling back, but a shyness in her expression gave rise to mild confusion.

“Somethin’ wrong, Dash?”

Rainbow looked away, starting to blush. “Nah... It-it’s nothing.”

Applejack sat up, leaning a bit closer. “Hey now, ya know you can talk ta me ‘bout perty much anythin’!”

“I’m just...” The pegasus gave Applejack a reluctant glance, quickly looking away again as her blush intensified. “What if this is something... Something that I can’t talk to you about?”

“Horseapples, ‘twas a figure a speech!” The blond mare put a hoof on Rainbow’s shoulder, rubbing gently. “Anythin’ ya need ta talk about, Ah’m ready ta listen.”

“I... I dunno...” The cyan pegasus tried to hide her face behind a forehoof. “I don’t want you to get mad at me...”

“Well ya gotta tell me now!” Applejack smiled, still rubbing Dash’s shoulder. The pegasus’s bit her lower lip, eyes darting nervously. “Ah won’t get mad, Ah promise. Whatever it is, Ah’m sure you’ll feel better once ya git it off yer chest.”

“Okay... Here goes... AJ... I... I like... I have a crush on...” The pegasus stopped, her face less cyan and more beet red.

“Big Macintosh? Ah knew it!” Applejack giggled, nodding. “Ah figured that was tha reason you were spendin’ so much time round tha farm!”

“N-no! Applejack... I... I think I *like* you!”

*Oh no... Here it comes...*

Applejack went quiet, looking at Rainbow Dash as her jaw gradually went slack. Her hoof had frozen on the pegasus’s shoulder.

“You... You have a crush on... Me?” The pegasus nodded, wide eyed and trembling. Applejack recoiled. “What the hell, Dash?!”

A rush of light and warmth erased the pegasus and the orchard, replaced with blurry, porous white tiles. A dull beep sounded off in a steady rhythm to Applejack’s left. Her entire body ached, and a searing pain began to shoot through her left leg. She lifted her forehooves to her eyes, finding them wrapped in bandages. With the exception of the agony and the wrappings, the entire setting came across as very familiar to the blond mare.

*Ah’m in Redheart’s clinic... But last thing Ah remember... Rainbow Dash was carryin’ me away from... Where’s Dash? Did she go back ta fight that thing?! Please, please don’t be that crazy... You don’t always have ta be tha bravest one, Dash... ‘s okay ta be scared sometimes...*

The blond mare turned her head as she looked around the room. An antique looking device sat on a cart to her left, steadily beeping, and connected to her by a series of wires. A red pouch hung from a small metal pole, also connected to her, but by a thin plastic tube. A powder blue curtain hung behind that, likely separating her from another patient in another bed. She could faintly hear Redheart and Tenderheart somewhere in the distance, possibly in another room. When the blond mare looked right, her heart did a backflip. Dash lay beside her in the bed, curled up and sleeping soundly.

Applejack smiled, reaching out to brush the back of her neck. *Ah shoulda known better... Ah'm sorry ah doubted you, Dashie... Ah know it must'a been hard fer you... Ah hope everyone else is okay, an' Ah hope they understand... But thank you fer stayin' with me...*

Applejack flopped back against the bed as a wave of dizziness came over her, but she refused to look away from Rainbow Dash, even as her eyelids grew heavy with sleep.

V ^ ^ V

*Dear Princess Celestia,*

*A lot of things have happened since I tried and failed to get my last message to you, all of which involve the monster which I wrote to you about the other day. I regret not informing you sooner, but I assumed that learning more about the situation before asking for your assistance was the appropriate course of action.*

*I realize now that I was horribly wrong to do so.*

*In the time between the message I sent then and this message that will (hopefully) reach you today, know that several ponies around town have been attacked by the monster, who I now know to identify as Mahara. She has expressed interest in and awareness of you, but has made it abundantly clear that she does not yet desire an audience with you. I'm unsure of what to make of her desires, and while she is most certainly dangerous, it would seem that I do not fully understand her motives.*



*Through treachery, and after several attempts, she has managed to gain access to the library and stolen the book that she was sealed within until I accidentally released her. Today, however, a hydra found its way to Ponyville. After a short period of conflict in which we suffered three casualties and many more sustained injuries, including my friend Applejack, it was not us, but Mahara who dealt the final blow. She demonstrated a dark and lethal form of magic which until today I have never seen. She could have easily turned that destructive force on Ponyville and its residents, but she has refrained from doing so.*

*I expressed this already to most of the town, but I do not believe that she is entirely evil. While she explained that it is necessary for her to drink the blood of others, she has not committed any wanton or unprovoked acts of violence. In my previous letter, which I will also send as a matter of documentation, I noted that Zecora, another friend of mine of zebra origin, identified Mahara as a Child of Darkness, or a Child of Nightmare. While I am not suggesting Luna's direct involvement in the events that have taken place here, I advise that you exercise caution, as Nightmare Moon is, according to Zecora, the direct source of Mahara and her kind.*

*While it would appear that she died from the injuries she sustained defeating the hydra, I cannot be entirely sure that she was alive to begin with. When I last saw Mahara, Fluttershy was carrying her remains to her cottage, where she had been staying since being released. I'm unsure of what has become of her since. I hope that you will know more now that I have given a name and a face to this creature.*

*I'm going to send this as soon as Spike returns to the library. Please respond as soon as possible.*

*Your faithful student,  
Twilight Sparkle*

The soft glow of Twilight's horn faded as she set her quill back in the ink well. Once again, the library was a complete mess. There was no doubt in Twilight's mind that Mahara had come and gone while everypony was at the meeting. *An Egghead's Guide to Running* lay on the desk with a note pinned to the front cover. Two words, written in what Twilight hoped was red ink.

*Nice try.*

Twilight assumed that Mahara had realized the true nature of the book she had taken not long after flying off into the night. The fact that the red mare had not returned upon making that discovery was likely her way of proving that she wanted to avoid confrontation. The unicorn had to admit, for a monster, Mahara was very civil. Messy, but civil.

Her thoughts began to wander as she waited for Spike.

*Zecora is another issue altogether.* The fact that she had stabbed Fluttershy in trying to get to Mahara still came across as shocking every time she replayed the scene in her mind. *Zecora expressed the urgency of her actions, claiming Mahara to be a threat of top priority, but from what I've seen, Mahara was more than willing to reason and be reasoned with. If anything, Zecora has shown herself to be more violent than Mahara.*

*Fluttershy was determined to keep at bay the the ponies and zebra that were prepared to do do further harm to Mahara, even if she had already passed away. Very infrequently have I seen determination of that magnitude in her.* It seemed strange to Twilight that in just a few days, she had become so close with Mahara. On the other hoof, Twilight had only known Fluttershy and the others for all of one day when they had confronted Nightmare Moon. *Time is just a variable as far as relationships are concerned, I guess.*

*It's comforting to know that Rarity and Fluttershy have mended their friendship, as far as I can tell, but it's strange to watch Pinkie Pie hovering around Fluttershy knowing that I had instructed her to do so. Then again, Pinkie Pie had shown the most interest in making Fluttershy well again, second only to Rarity until Rarity decided to give up.* Twilight wondered if Pinkie's persistence may have done more harm than good. Maybe sometimes a pony *did* need time alone. *Come to think of it, maybe Pinkie has just been lonely, as well.*

*Since Rainbow Dash has been spending the majority of her time exclusively with Applejack, it makes sense for Pinkie to try and adopt a new best friend. Oh gosh, Applejack! I hope she's alright...* Twilight felt a twinge of guilt about finding Applejack last in her line of thoughts considering that

the blond mare had sustained what would undoubtedly be a life changing injury. *Well, as long as Dash is with her, I'm sure Applejack will be fine.*

Their friendship seemed to encompass something greater than what Twilight was familiar with. She had intended to ask them about it in hopes of learning something worthy of a letter to the princess.

A small, familiar knocking brought her back to reality. Moments later, the door unlocked and opened just enough for Spike to peer inside.

"Oh jeeze..." The dragon stepped inside, backing up against the door to close it. "Twilight I'm really sorry. I should never have left the library like that."

"We'll worry about that later." The unicorn waved Spike closer, levitating a sealed letter off of the desk, along with the one she had just finished writing. "Get over here and send these. Princess Celestia needs to know what's happening."

"I'm on it!"

The dragon scurried across the room, coming to a stop in front of Twilight. He took a deep breath, releasing with a bright green flame that doused both letters as they floated in the unicorn's field of levitation. An enormous surge of relief came from watching the letters disappear with a burst of magical fire. Twilight sighed softly, smiling down at her draconic familiar, gently rubbing his spines with a forehoof.

"The princess will know what to do. I'm sure of it."

Spike nodded in agreement, idly shuffling his feet as they awaited a response. A silent, awkward few minutes passed before his eyes widened, following the expression with a belch of fire that produced a sealed roll of parchment. Twilight immediately snatched it out of the air with her magic, yanking off the ribbon. The unicorn's eyes darted across the page, brow furrowing in the process.

"Well?" Spike stood on the tips of his claws, as though that would give him a better look.

*"To my faithful student, Twilight Sparkle,*

*"I'll be arriving in town square within the hour, along with a detachment of the royal guard. Be prepared to meet me there so that you may guide me to the residence of Fluttershy. While I understand why you have waited this long to update me on the situation, this is a matter that must be handled immediately.*

*"P.S. I don't know why you're choosing this moment to have me critique your narrative, but your choice of characters is interesting, to say the least. Your plot structure could also use work. Do Spike and Rarity know that you're writing about them?"*

Twilight looked up from the letter, brow cocked, eyes narrowed. "What does that last part mean?"

Spike didn't answer, but immediately went red in the face. "Twilight, I'm gonna go lie down for a while, if that's alright with you."

V ^ ^ V

"I'm... I'm going to turn into a... a..." The pegasus looked down at her trembling forehooves, as if she might find the answer written across them. The room spun as she fought to remain standing. "How is that possible?!"

"To become a creature like myself, my blood must enter your body and come into contact with your blood."

"There was blood everywhere!" Fluttershy looked up with an angry, frightened glare. "How do you know that I'm changing?!"

"I can sense it. Your heartbeat is the biggest tell: stronger, more efficient." Fluttershy shook her head, trying to convince herself otherwise as Mahara continued. "And also, even if we were quite literally standing in the remains of the hydra, you were standing right over me with an open wound in your hoof as I was bleeding out." The pegasus briefly felt Mahara's forehoof on her own. Fluttershy was too stunned to pull away. "I'm sorry. I didn't want this to happen, but... In direct sunlight, there was nothing I could do."

“There has to be a cure! I...” Mahara shook her head slowly, sadly. “I was going to help you! I was going to make you better!” The pegasus doubled over, pounding her hoof against the floor. “There has to be a way to fix this!”

“If there were a remedy for this curse, do you really think I would still be the way I am? Celestia and Luna... They tried everything. It wasn’t until Celestia realized that I could not be cured that she decided an alternative solution was needed.” Mahara glanced to the side, her stare becoming vacant. “Of course... that only made things worse, in retrospect...”

Fluttershy swallowed, her vision blurring with tears. After a few minutes she lifted her head and whispered, “W-What’s going to happen to me?”

“As we speak, my blood is becoming your blood.” Mahara reached for her own hind leg, tracing the limb to her hip, and then following the contour of her abdomen. “Black magic is consuming the blood in your veins, familiarizing itself with your body, and becoming a part of you. Were my blood introduced to your body in, say, your neck or around your breast, the change would take considerably less time. As it is now, you likely have until sundown before the conversion is complete. The only thing that could cause the conversion to progress even more slowly is if my blood were in aerosol form when it came into contact with an open wound. Obviously, that was not the case.”

“I’m scared... I... I don’t want to hurt anypony...” Fluttershy hesitated, the words stumbling over her lips. “I... I d-don’t want to be like you!”

The red mare offered a sad smile, offering the underside of her forehoof. “You don’t have to be like me. You have a luxury that I did not. You have friends, and ponies that care about you. From what I’ve seen, there’s no doubt that they’ll be willing to help you.”

Fluttershy heaved a shuddering gasp, blinking away a few anxious tears. “Maybe... Maybe you’re right...” Another uncomfortable minute passed before she asked, “Will it hurt?”

“No. But as you get closer and closer to the end of the conversion, you’ll begin to feel numb and thirsty. When that happens, it will be absolutely necessary for you to feed. If you don’t...” Mahara looked briefly to the floor,

meeting Fluttershy's gaze with concern on her frowning lips. "You're not as experienced as I am. It's likely that you'll lose control. I'd like to avoid that at all costs."

The pegasus nodded, feeling defeated, as though she were hearing her death sentence read aloud. "And... What are you going to do?"

"I'm going to be with you every step of the way. This is my fault, and I'm going to make sure you stay safe while you're adjusting. And beyond that, if you still want me around..."

The pegasus nodded, letting the tranquility of late afternoon overtake the conversation. Mahara remained on the floor, waiting patiently for Fluttershy to organize her thoughts. Fluttershy's silent demeanor was contrasted by the jumble of fear, anger and confusion within, conflicted over her next course of action, if she should take any sort of action at all. She looked around the room, following the moving shadows that yawned inward from the windowsill, cast by the gently swaying trees outside. On top of the very real possibility that she would be drinking the blood of other ponies in the near future, just looking at the red mare made her emotions twist in all sorts of uncomfortable ways.

*Mahara lied to me... But... She did it because she didn't want me to be afraid... Or so she says. And now she's telling me the truth... The whole, awful truth... I want to be angry. I want to tell her to leave me alone, but... She saved my life. She could have let me die today, but she didn't... Even though it's her fault that I'm going to... change... she's going to keep me safe and help me adjust? I'm terrified... I haven't been more terrified of anything in my entire life... But knowing that she's going to be there for me... She... she cares about me. In her own weird and complicated way, she cares about me. Do I still care about her, though?*

The red mare looked up at Fluttershy as she made a soft sound, attempting to speak and giving up just as quickly. Mahara reached out for the pegasus, silently pleading for her to speak her mind.

"The things that you've done, they're um... There's really no way around it, they're inexcusable, but... Mahara, I... I feel crazy for this ... I think I want to... I want to try this again... Give you another chance."

Mahara seemed genuinely shocked. “Why?” she asked with a brow arched.

“I was defending your body when you died today. I was ready to give my life to keep Zecora and a whole angry mob from desecrating you. It felt right to me then and it still feels right to me now. There was no fluttering heart, there was no dreamlike feeling. That was a decision I made of my own free will.”

Fluttershy leaned forward, looking deep into Mahara’s eyes.

“I... I like spending time with you, even if we’re just talking. You were right when you told me that it was too soon to say if this is love or not, and now I understand why... But... I’m not going to give up on this just yet, and I want to find out what this is and where it will take us. I want to know the real you.”

Mahara held the pegasus’s gaze. “This hasn’t been an act. You already know the real me.”

“I want... What I mean is; I’d like you to tell me the truth, like I did for you... About where you come from, about what happened to you. The real you. That’s um... I’d like that.”

The red mare nodded slowly. “Of course.”

“And...” Fluttershy knelt down, nearly touching noses with the Mahara. “Maybe it’s just a little exciting to know that the mare I have feelings for can take down a hydra.”

Mahara grinned, seemingly bashful as she glanced to the side. “Well, not to brag, but...”

As they exchanged laughs, the pegasus felt a bit of her anxiety subside. A very small, drop-in-the-bucket bit, but a bit all the same. It felt strange for her to laugh, considering everything she had been through and everything she had learned before that moment, but that small, brief spark of joy brought her a welcomed sense of relief. Sighing softly and making an effort not to think about what lay ahead, she set herself back down beside Mahara. The red mare looked as though she were about to speak, lips

parting, tongue hovering for syllables that never came. Fluttershy cocked her head.

“There is... One more thing I need to ask of you. I lost a *lot* of blood today. Practically all of it. If I don’t drink soon, I’m going to die again, and if I’m going to be of any use to you when it comes time for you to take your first drink...” Mahara looked away, biting her lower lip. “I’m going to need to feed from you now, before the blood in your veins is entirely consumed with black magic.”

“Oh... Um...” Her attempt at putting the thought of transforming out of her mind collapsed immediately. “Well, I guess this will be um... This will be a good way to show me how um... Demonstrate how to...” The pegasus paused before saying “*Feed...*” at a near inaudible whisper.

Their eyes met again. “I’ll be honest; this is going to pinch a bit. Just a little bit, though. I’ll take it nice and slow.”

Angel came through the kitchen doorway at that moment, looking over the pair of them and freezing on the spot as the pegasus offered up the side of her neck to Mahara.

“It’s okay. I um...” The pegasus swallowed heavily as she tried to work up the nerve. As she reassured Angel, she closed her eyes. “I need to learn... And she needs this too... Everything is going to be just fine.”

*Just keep telling yourself that, Fluttershy. Just keep telling yourself what she said when she was saving you from the hydra.*

*Everything is going to be fine.*

*Everything is going to be fine.*

*Everything is going to be- Oh! Oh goodness!*

She flinched slightly as she felt the earth pony’s touch, her eyes snapping open. A red furred forehoof slid along her back, guiding her closer, the fanged mare wordlessly instructing her to roll onto her side. Mahara’s flesh felt almost cold against her own, but considering that she was flirting with death, that wasn’t so surprising. The stitches holding the red mare’s insides



inside felt alien, standing out against the smoothness of her coat as the pegasus settled. The feel of Mahara's breath against her neck triggered déjà vu. Fluttershy shuddered. Mahara paused.

"No, it's... It's okay. I want to help you while I still can."

"Do you want me to warn you before I bite down?"

Fluttershy nodded, feeling her mane brush against Mahara's. Angel came closer, watching nervously from behind the couch as the pegasus felt lips against her neck. They parted slowly, the softness replaced with four sharp points pressing gently into her skin.

"Okay," the red mare whispered around a mouthful of pegasus.

She cringed, but felt nothing beyond a tingling pressure over a very vague sense of pain. She had been pricked with thorns and needles that hurt more than having Mahara sink fangs into her flesh. Fluttershy felt the red mare wrap her forelegs around the pegasus's shoulders, squeezing gently, giving a soft snort of an exhale. She had been unsure of what to expect, but the fact that she was enjoying the sensation took her completely by surprise. A delicate, half formed sound rolled up from her throat, ears folding back as she closed her eyes.

Once more, Fluttershy shuddered.

She could feel her blood flowing out through the holes in her flesh, lapped up by the slow rolling of Mahara's tongue, suckling all the while. The blood couldn't pool, nor could it run down her neck. Fluttershy reached back, caressing the side of Mahara's face. She couldn't see it, but she could feel the red mare's lips curling into a smile. The suction imploded. A single stream of blood tickled the side of her neck as it rolled with the flow of gravity. Warmth returned to Mahara, growing more intense with every swallow.

Fluttershy lost track of time. The room began to spin.

The red mare pulled away with a sharp inhale.

*Wow... That was... Oh...*

She felt cloth against the side of her neck. Mahara was covering the wound.

“You’ll want to keep pressure on that until the blood begins to clot. Well, you’re familiar with medicine. You know how this works.”

As she turned toward the sound of Mahara’s voice, Fluttershy felt incredibly light headed. The red mare had already gotten to her hooves, examining the stitches holding strips of flesh to her middle as she made her way to the darkest corner of the room.

“Well,” the red mare looked up from herself, smiling at Fluttershy. “I appreciate the gesture, but this won’t be necessary.”

Mahara brought her teeth to the lines of pink stained thread and bit down. In one smooth motion, she ripped it out of herself, doing the same with the second set of stitches. The skin graft fell away, revealing a strange mesh of glistening strands. Muscle and skin spanned the wound almost like spiderwebs, becoming denser as they were joined by similar strands of tissue. The organs that hung free from her middle were swallowed up again by her body cavity. In less than a minute, what had been a fatal wound was gone without a trace, her coat quickly regrowing across freshly mended hide.

Fluttershy was, for a small stretch of time, speechless. “Just um... Just like that? All better?”

“Mm-hmm.” Mahara smiled, returning to the middle of the room. “I’m very, very durable. And when I’m not, I can usually patch myself up again. It has to be dark enough and I have to have enough fresh blood, though.”

“That sounds very um... Very convenient.” The pegasus tried to get to her hooves, but the floor shifted under her, and she slumped forward. “What do we do now, though?”

“I suggest you get some rest while you can. I can help you go to sleep if you’d like.”

“Does that involve turning into a... whatever that was, and looming over me?”

Mahara clenched her teeth, looking down at the floor. “I’m really sorry about that.”

“How many times did you um... How often did you do that to me?”

“How many times have you fallen asleep since meeting me?” Fluttershy furrowed her brow, but Mahara continued before she could get a word in. “Yes, terrible, I know. The only reason I changed my form is because you started to wake up. I didn’t want you to recognize me. A diamond dog was the first thing that popped into my mind, so, that’s what I turned into.”

“You didn’t want me waking up in the middle of the night and coming to check on you, I guess?”

“Essentially... Then you would have questions, and I would have to lie even more... It seemed more practical to just put you in a deeper sleep.”

The pegasus sighed, rubbing a forehoof against her forehead. “Mahara... Well, there’s not really much I can do about it now... When will... Um... How long until I start to... *Change*...”

“You’re not going to suddenly transform, if that’s what you’re imagining. In all honesty, you started to change the moment my blood entered your body.” The red mare knelt beside Fluttershy, examining the bite marks in her neck. “But, my drinking your blood has certainly accelerated the process to a degree. I could taste a bit of... *me*... in you, while I was drinking. And now, there’s less blood in your body for the magical reaction to consume, which means it will move on to saturating your flesh just a bit sooner.”

“So... I suppose getting some rest is better than um... Waiting around for it to finish... Doing whatever it um... Does...” Still lightheaded, the pegasus rolled onto her side as she tried to stand again. She giggled tiredly. “Will... Um... Will you be joining me?”

“I don’t sleep,” Mahara flatly replied.

“You... You don’t um... Sleep?”

The red mare sighed. “No, I don’t. I haven’t slept in a very, very long time. Trust me, sleep while you still can.”

V ^ ^ V

There was no royal chariot for this visit.

Through her telescope, Twilight followed Princess Celestia and about sixteen armored pegasi as they tore through the open air between Cloudsdale and Ponyville. The princess was shouting back to them as they held formation behind her. At that moment, Twilight wished that she had learned how to read lips.

“Alright Spike, she’s on her way. Let’s head out to meet her.”

“Twilight, is it okay if I sit this one out? I uh... I really don’t feel safe with this whole plan. What if Mahara tries to fight Princess Celestia?” Spike held the sides of his head, and then ran his claws over his spines. “I don’t want you to get hurt!”

“I’ll be fine.” Twilight placed a forehoof on Spike’s shoulder. “I know you’re nervous, but the princess will be able to handle anything Mahara can throw at her. I’m sure of it.”

The unicorn pulled herself away from the telescope, glancing around the room. “I won’t force you to come along, though. Keep an eye on the library until I return. And ask Zecora to wait here if she stops by. I need to have a talk with her.”

Twilight was already halfway down the stairs as Spike agreed to her requests. The library was once again occupied by a maze of stacked books, some of which swayed as the purple mare slipped between them. Leaving her precious books in such a state was agonizing, but there were much higher priorities to be attended to. The moment she caught a glimpse of her saddlebag, she wrapped it in the soft glow of her levitation. It felt light across her back, but then, she had only bothered packing sunflower heads and several bags’ worth of crushed sunflower seeds.

Spike waved from the second floor as Twilight took one last look around the library. She nodded to him before she stepped out into the haze of late afternoon. The streets were nearly empty. Ponyville seemed to be giving its best impression of a ghost town. Considering the chaos that had palyed out in town square just a few hours prior, however, that was understandable. As a mare and stallion dressed in black passed by, she realized that many ponies were likely mourning. Twilight's thoughts gravitated to Applejack, and a chill rolled down her spine.

*Am I a bad friend? Should I have tried to find out if she's alright as soon as the hydra was taken care of? There were so many things on my mind... I had responsibilities... But... Should Applejack have been more important?*

Twilight set out from her doorstep, determined to check on Applejack as soon as Princess Celestia released her from her duties. The guilt remained, however.

*My friends are important, but... The safety of Equestria should come first... Right? Maybe the princess will have a better answer.*

The unicorn became lost in her internal conflict as she followed the road to the town square. After a short walk, the rows of quaint houses and shops fell away, replaced with an open space meant for for public gathering, but that had so recently been a battleground. There were several ponies working on clearing the remains of the hydra, and a slightly larger group watching from a respectful distance. Twilight watched idly as some of the exposed ribs began to glow, twisting from side to side until they were wrenched free from the carcass. It occurred to her that there were several ponies inside the hydra's corpse as well. Two of those ponies emerged, their tools and the ponies themselves completely soaked with blood. Her stomach turned. She followed the glowing bones to the unicorn manipulating them.

Rarity seemed to be leading the effort.

*Rarity?!*

Twilight snapped to attention, her jaw dropping as she watched her fashionista friend carefully examining the hydra bones drifting in her magical grasp. A mound of bones was piled to her left, while folded lengths

of hydra scale sat to her right. Rarity set most of the ribs down in the pile with the rest, placing the more damaged ones in a heap of fractured bone, torn flesh and damaged scale. As the glow of her levitation faded, the pale unicorn looked up at the approaching Twilight and smiled.

“Have you come to help us with salvaging, dear?”

“Sal- What? What are you going to do with all of this? This is horrific!”

“Twilight, it would be appalling to waste all these resources. Do you know how valuable the bones and scales of a hydra are?” Twilight continued to gawk, but Rarity just brushed her mane from her eyes, grinning. “I don’t have much use for the bones, myself, but think of all the dresses I can make with hydra scales! If you’re wearing something made of hydra scales, you may as well be wearing a suit of armor, and they’re absolutely gorgeous when they’re properly polished, on top of that!”

“Oh gosh... This... This is too much. Look, Princess Celestia will be here soon. Is there any way you could, I dunno, try and speed this up a bit?” Twilight rolled her forehoof, then waved off toward the edge of town. “Maybe move it somewhere else where she *won’t* see it?”

“The princess? Good heavens, this won’t do at all.” Rarity quickly scanned her surroundings. The pale unicorn set her sights in the direction of her shop. “Do you think you could move it to my boutique from here?”

Without a word in response, Twilight wrapped the mutilated body of the hydra in her levitation and heaved it across the square. Even at a distance, the meaty sound it made as she dropped it made her stomach turn. The ponies that had been picking through the remains made their way to the new worksite, but Rarity stayed put. The hydra’s blood had soaked into the earth, leaving a nearly black pit of mud. Together, the unicorns looked over the stain left by the battle.

“Aloe was a close friend of mine.” Twilight turned toward her, nodding slowly. “We met through her spa business, but in the last few years, I had come to enjoy her company even when she wasn’t working her rejuvenating magic on my body.” The pale unicorn inhaled slowly, the softest whimper held under her breath. “She would want us to make the

most of this. I'm going to donate whatever profits I make off of the hydra's remains to rebuilding Ponyville. We all are."

The purple unicorn raised a hoof to Rarity's back. "I understand. I'm sorry for judging you."

Rarity smiled, blinking away any trace of brimming tears. "Oh no, not at all dear. You're from Canterlot. What we're doing must seem absolutely barbaric. The least we can do to honor the lives lost today is to make sure that the creature responsible is put to good use." The pale unicorn took a few steps forward, pausing to look back at Twilight. Rarity's gaze was distant, looking less at Twilight and more at the space around her.

"I wish that she had stepped in sooner." Twilight attempted to question, but Rarity shook her head. "I wish that we hadn't lost any ponies today. She was afraid, though, Twilight. She was afraid she would do more harm than good. She's been afraid since she got here. Can you imagine what it must be like to wield that sort of power?"

"Are you saying she was afraid of the responsibilities that go along with it?"

"Perhaps... But I think, more than that, she's afraid of being alone." Rarity directed her focus to town hall. "I could hear her as I was coming down the stairs. She didn't want Fluttershy to be afraid of her, Twilight. She wanted Fluttershy to close her eyes, to hide herself from the truth." The pale unicorn turned her gaze skyward. "Your guest has arrived. I'll leave you to her."

Twilight watched as Rarity left without saying anything further, trotting off toward the crumpled hydra in front of her shop. The not so distant sound of feathers against air turned her attention to the sky. Princess Celestia flew at the head of the formation, her presence made even more formidable by the armored guards to either side of her.

The princess was adorned in armor as well, regal even when looking out at the world from beneath a helmet. Celestia's armor was more intricately designed than that of her guards: platemail covered the back and sides of her neck reaching all the way back to the base of her tail, while chainmail spanned her throat and underside. The breast plate fully covered her front, more chainmail protecting the gaps necessary for articulated joint motion,

as her fore and hind legs were fully enclosed. From the ground, Twilight saw that her armor was adorned with a crest in the shape of the sun.

In one smooth motion, Celestia and all sixteen of her guards touched down a few trots from where Twilight stood. Immediately, a crowd began to gather. The guards took up defensive positions around the princess, and then around Twilight as well. A glimmer in their wings caught her eye. All of them, the princess included, had thin strips of serrated metal dispersed through their feathers. The scholarly unicorn mare noticed a strap clinging low on Celestia's neck. An enormous metal sheath bobbed against her back with every movement she made, a jewel encrusted handle projecting from one end. Similarly, the guards were strapped with bladed weapons, although much smaller than Celestia's.

Twilight knelt down as the princess lifted her head, looking around the square and the many ponies bowing before her, her armor not so much clattering as pleasantly chiming with her motions. After a few moments, she turned to Twilight and smiled. "Hello Twilight. I understand that you're having a bit of monster trouble. Let's attend to that, shall we?"

"Princess Celestia, I already mentioned this in my letter, but I'm fairly certain that she died of her injuries shortly after defeating the hydra. It..." The purple unicorn rose to her hooves, cringing as she recalled the scene. "It tore her open. I could see *inside* of her."

The princess took a few steps forward, her guards adjusting their positions accordingly. "I'm afraid that more extensive measures are needed to ensure that she doesn't pose any further threat to Equestria. We'll worry about that when the time is right, however." The princess turned her attention to the crowd, slowly scanning the many faces bobbing to try and get a better look at her.

"Today, you have been witness to a tragedy. Good ponies lost their lives to the threat you faced, but you overcame the fear and despair, and you are all stronger because of it. You have my deepest condolences, and I will be taking the time to visit the families of the hydra's victims before my business in Ponyville is concluded. However," she paused, glancing back at Twilight until the unicorn came to her side. "There is a matter that requires my immediate attention. You have my word that as soon as the issue is resolved, I will begin preparations for a relief effort."



Celestia passed Twilight, and the procession began a slow trot across the square. "I recall that the monster is staying with your friend Fluttershy? It doesn't surprise me that she has gotten herself wrapped up in all of this, I'm afraid."

Twilight tilted her head marginally, giving the princess her full attention. "Why is that?"

"One does not bear the Element of Kindness if they are selective about whom they extend that kindness to." Celestia held her head high, occasionally glancing down at Twilight without turning her head. "But, I'm sure that she is otherwise innocent. I doubt that she's intentionally harboring a threat to our kingdom."

The purple unicorn mare nodded, but her imagination began to fabricate the wildest scenarios. All kinds of *what ifs* began to fill her mind. "What if she does know what Mahara is?" she finally asked, barely at a whisper. The possibility that her questions might hold truth gave her chills. "What if she knows what Mahara has been doing?"

The guards at the rear of the group were working hard to dispel the crowd of curious ponies, stating that the matter was of utmost importance and could not be interrupted by civilians. They were passing through the last row of houses when Twilight had made her delicate inquiry, and the crowd had all but dispersed, realizing that Celestia was off limits.

The regal alicorn was silent for almost a minute, during which time Twilight could feel her heart sinking. After the uncomfortable lull in conversation, Celestia regarded the purple unicorn, a sadness in her expression.

"If she has been willingly sheltering this creature, I'm sorry to say that there will be consequences." Celestia turned back to the road ahead, scanning the tree line as they put Ponyville behind them. "The last time this monster was among us, Equestria nearly crumbled. She is an agent of Nightmare Moon and must be dealt with accordingly." The princess sighed softly. "If she knew that her guest was really a monster, she had better have a very good reason for letting that monster stay with her."

"I understand..." Twilight cast her gaze downward, watching her forehooves and the ground slowly rolling by beneath them. "How will you punish her?"

"That all depends... Offering her a place to stay is one thing, but if she let the monster drink her blood, or... I shudder to think about it, but if your friend allowed the monster to make her into a monster too... There is no place in my kingdom for such a creature to exist."

Twilight felt her heart ache.

*Had she known on the night of the party? Was she playing along with Mahara to keep her secret safe? Is there another reason that she brought Mahara back to her cottage? Princess Celestia said more extensive measures were needed, so... Does that mean Fluttershy could have revived Mahara?*

Fluttershy's cottage was as peaceful as ever; the surrounding trees swayed gently, birds chattering excitedly and darting from branch to branch. Like a scar, the broken window served as a reminder to the previous day's encounter.

"Can I... Can I talk to her first, Princess?"

"Yes, I suppose so. I know she is your friend, but please try and keep it brief. This is a matter of public security."

Twilight nodded, breaking away from the group and climbing the hill herself. As every step brought her closer to the door, a feeling of dread built up within, unsure of what she would find inside. She put her hoof on the doorknob and hesitated, looking back down at Celestia and her entourage. The princess nodded, instilling a small degree of confidence in Twilight. The unicorn nodded back, took a deep breath, and opened the door.

V ^ ^ V

A book slowly opened in front of Fluttershy, suspended by an unseen force. She could hear the songs of hundreds of birds calling her away, pleading that she ignore the book and return to them.

The pegasus looked at the page to which the book had opened. It was blank.

Somewhere around her, perhaps even from the book itself, Mahara's voice reached her ears. Words began to appear on the page as the red mare spoke.

*It feels almost like you're dreaming, but you have no concept of a physical presence. You're just there, disembodied, floating in the darkness. Now imagine that after what seems like a lifetime of floating in the abyss, you see a glow in the distance. You focus on that glow, and it starts to get brighter. Then you realize that there are things moving inside of it.*

A swirl of color revealed itself to Fluttershy, just behind the book; churning, almost seeming to reach out to her.

*The glow is alive; absolutely teeming with living, breathing, moving creatures. You're ecstatic. You think that you won't have to spend eternity by yourself. You immerse yourself in the glow, let it swallow you up.*

*And then you realize that you're still alone.*

The glow faded, replaced with a moving image. Fluttershy stood on the edge of the windowsill, glaring down at the hydra. The scene fractured into symmetrical shards. While each shard showed the pegasus, they were all in some way different. In some of the shards, she lost her nerve, while in others, she jumped out of the window.

*What you're seeing is... It's like a kaleidoscope. But every fragment of what you see is a branch; a choice that was made any number of ways. There are seemingly infinite choices, an unfathomable number of realities unfolding endlessly before you. It's too much to concentrate on. You can't control what you see. You catch glimpses. Moments. Anything you can.*

The shards continued to fracture, growing smaller and harder to see. She lost count. Her eyes began to burn.

*The longer you watch any given possibility, though... It becomes painful after a while, like staring into the sun...*

The shards vanished, replaced with a fragmented view of the moon.

*At first, I tried to look for Luna. Sometimes I would see a reality where she defeated her sister, and forced the world to live in darkness.*

A snowy field, glowing with moonlight.

*It's a miserable existence. I wouldn't wish that on anyone.*

*There were possible realities where they've killed one another, and the sun and moon move on their own. You may think that an impossibility, but I've seen it.*

A tall, white building with a sigil of the sun at the very top of its bell tower.

*It's... interesting. Religion is much easier to found when the deity of choice is no longer walking amongst the living.*

*That's irrelevant, though. While I much preferred the worlds where everyone made peace and lived happily ever after, the realities where Luna was punished for her actions seemed to be more frequently occurring. It was a bit painful to watch, knowing what had become of her, but I've got to give Celestia credit; a thousand years of peace is quite the accomplishment.*

The moon came into view again, a dark silhouette of Nightmare against the pale white sphere.

*And would you believe that when Nightmare Moon finally escaped, my dearest friend Luna free at last, I was horrified.*

*She had learned nothing. She wanted to repeat history.*

Six ponies stood before Nightmare Moon. Fluttershy immediately realized what she was witnessing. The image fractured as Twilight attempted to harness the Elements of Harmony.

*I think that was the first time I saw you. Sometimes you and your friends would fail. Sometimes Twilight would be so cold that she wouldn't even befriend any of you before her moment of truth, and she would face Luna*

*alone. That's beside the point, though. It's a lot harder to go back than it is to go forward, so, I tried to find you whenever I could.*

She looked out at herself, the world around her shifting and twisting, and the pegasus along with it. A great deal of it she recognized. Snapshots from her past.

*I would catch glimpses of you as you lived your life. Sometimes as a filly, sometimes as you pranced around anxiously because you were being dragged along on adventures, sometimes as you lay sleeping, safe and sound in your bed. I'll admit that I was a little infatuated with you. Well, more than a little.*

The images of herself became unfamiliar. Older. Thinner. Heavier. Regal. Scarred. Her hair in different styles and different colors.

*Right before Twilight let me out, as I followed as many of your winding paths as I could, I started seeing the strangest things. Some of those things I wish I could strike from my memory.*

Bleeding. Crying. Screaming. Laughing.

*I can't decide if it's worse to watch you bring about the end of the world or die at the hooves of your friends.*

Burning. Killing. Writhing. Dying.

*And then sometimes I'd see you doing unspeakable things to those same friends, but... Well maybe I rooted for you a little bit when that would happen.*

The onslaught came to a halt in a blood spattered kitchen. An expression of psychotic pleasure across lips rusted with blood and pupils retracted to pin points. The pegasus held a scalpel between her teeth, standing over a mutilated body.

*Still, terrible.*

The image faded, replaced with a lonely road and a red mare sitting beneath a tree. Fluttershy approached from the forest. The scene fractured.

*I wanted to meet you, at least once. I was fortunate enough to be given much more than that. I had been unprepared for the possibilities of this reality, however. Right from the start, it became apparent to me that in this existence, some very nasty things had happened to you. I set my fantasies aside and I decided to try and help. I hope that I haven't been a burden to you in the process, but I know that isn't true... And I'm sorry for that. It's complicated, though.*

The world flattened, trees becoming props against a painted backdrop.

*I guess the simplest way to explain this is that you, and everyone living in this reality, are like performers on a stage, and I'm just wandering onto the set.*

The red pony and yellow pegasus stopped talking, turning to look back at her, cocking their heads.

*Now that I'm here though, the script has been rewritten, and I have my own part to play even if I haven't been given time to rehearse. I don't know what will happen from here. I've seen realities where I'm released much, much sooner than this and it usually doesn't end well for me and the individuals that get involved.*

The book closed.

*I'm hoping this will be different.*

V ^ ^ V

Rarity casually stepped into her shop, glanced around the darkened room, and took about two and a half steps further before the hydra scales she was levitating fell to the floor with a wet slap.

"Mahara?!" Rarity made an effort to recollect herself, clearing her throat. The red mare was just barely visible. "Goodness, you gave me quite a start. I... I thought you had passed on. What are you doing here? How are you here at all, in fact?"

Rarity felt Sweetie Belle bump into her left flank. "What's wrong?" the filly inquired. "Who are you talking to? Oh! Who's that?"

"Sweetie, I'd like you to go to your room and stay there until I tell you otherwise." The sternness in the pale unicorn's voice apparently quelled any further questions. Sweetie Belle did not move, however. "Okay?"

"Okay, okay..." The filly stumbled through the darkness, trying to get a good look at Mahara in passing. The click of her closing door echoed through the shop.

Mahara stood before a couch, looking apologetic as she kept her gaze low. "Sorry for startling you. The hows and whys of me being here are kind of a long story, but if you *really* want to know, I'll indulge you later." The red mare met Rarity's curious gaze as the unicorn drew nearer. Mahara took a deep breath and looked away again. It occurred to Rarity that she had something more to say. "I know you just helped me out yesterday, but... I'm going to need to ask you for another favor."

The pale unicorn's interest immediately fell as flat as her expression. "Oh, *this* again. I'm afraid that I am not a blood bank, dear. Why don't you try asking Flutter..." The rest of her sentence died on the tip of her tongue.

Fluttershy lay across the couch, occasionally twitching. While her eyes were closed, the frequent wrinkling of her brow and twisting of her mouth made it obvious that the slumber was not a pleasant one. Rarity looked to Mahara, and then back to the pegasus. Something about her friend gave the pale unicorn a sudden chill.

"It's not for you this time," she lifted her head slowly, but kept her eyes glued to Fluttershy. "Is it?"

"I'm afraid it isn't. When Fluttershy was standing over me... She had an open wound that came in contact with my blood, and... Well... That's all it takes..."

The needles in Rarity's shop began to dance, the curtains flung open to let sunlight pour over the room. Mahara recoiled, covering her eyes with her forehooves, and then froze.

“Was this really an accident? Or are you lying to me, Mahara?” The pale unicorn’s horn glowed gently, holding hundreds of various needles to the red mare’s body. The largest two, intended for knitting, hovered an eyelash from Mahara’s pupils. “Because if you are, so help me I’m going to break the third term of our agreement.”

“Killing me won’t undo what has been done.” Mahara met Rarity’s icy stare. “If it were that simple, I would have already handled this business myself. So, no, I’m not lying to you.”

The needles receded, a few red beads welling up across Mahara’s coat. “And while I admire your aggression, direct sunlight is what you’re after. Perforating me while I’m behind glass will just make me... *Irritable*. Now, time is short, so can we please focus on the task at hoof?”

Rarity nodded, swiftly stepping around Mahara to get a better look at her fitfully sleeping friend.

The pegasus was drenched with sweat, tossing and turning as her eyelids flickered, seemingly on the verge of waking up. Rarity could see the fresh scabs in the side of her neck, still glistening with diminishing moisture. Her chest heaved irregularly, breath coming in fits.

*I shouldn’t have left you at your cottage...*

“Is she in pain?” Rarity lifted a hoof to Fluttershy’s forehead. No fever.

“No pain. It’s working through the last roots of her nervous system now. She’s nearly saturated with the same magic that keeps me...” Mahara paused for an uncomfortable few seconds. “As I am.”

*I should have insisted...*

“

Will she still be Fluttershy?” The unicorn looked back at Mahara, trying to reign in her skepticism.

“As Fluttershy as can be,” Mahara nodded, “I assure you.”

*But this had already started the moment her blood entered your body, hadn’t it?*



The unicorn put an ear to Fluttershy's chest, listening closely to the frantic noise within. "When do you think she'll wake up?"

"When are you ready to give blood? No pressure, but the longer you wait, the worse this will be for her."

Rarity sighed. "There's no time like the present..." She lifted her hair with her magic, tying it back into a bun. "Shall I just let her bite me anywhere, or...?"

"This will be her first time, so I'd say it might be best to let her tap into the same artery I punctured last night." Mahara held up a foreleg for emphasis, motioning along the back of it with her muzzle.

"Well, this wouldn't be the first time I've re-opened an old wound for her." The unicorn took a deep breath, attempting to compose herself. Organizing her thoughts proved to be a daunting task.

*If Mahara thinks she's just going to use me as a blood bank and then traipse off into the night to teach Fluttershy how to be a monster, she's got another thing coming! I'm going to- I don't know what I'm going to do... Tell Twilight and Celestia? What can I do without making this situation even worse? At the very least, I'm certainly not going to just sit by quietly while this happens!*

The unicorn scowled at Mahara, who didn't seem to notice.

*The list of problems this mare has caused just keeps growing! It seems like everything she does has some kind of negative backlash. I'll have a word with Fluttershy once the blood donor issue has been resolved. Something needs to be done, even if I don't know what that something is. Clearly somepony needs to keep Mahara out of trouble since she can't be trusted to do so herself. But... What about Fluttershy? How is she going to handle such a drastic change? The poor dear, she just can't catch a break... Well, Fluttershy, don't you worry. I'll be here for you this time. I promise.*

The red mare tilted her head as Rarity nodded to herself.

*Oh, right...*

"I'm ready. Do... Whatever it is that needs doing."

Mahara nodded, leaning closer to Fluttershy. The red mare intended her words to be whispered, but Rarity could faintly hear them; *"Like the mosquito, a butterfly must also drink nectar."*

*Mosquitoes drink blood... Not... Oh.*

There was a soft gasp before Fluttershy began to stir. She blinked several times, then rolled over, burying her face in the cushion.

"Too bright..." Her voice was tired, strained. "I... I can't see..."

"Light sensitivity," Mahara offered. "If you would...?" She waved a forehoof at the curtains.

Rarity nodded, reaching out for the curtains with her magic and drawing them closed. She noted that the sun was just beginning to flirt with the horizon before it vanished behind fine silk. The pegasus peered out from the cushion as the room was cast into near darkness once again. The glow in her eyes was faint, but a delicate cyan radiated from her irises. Her pupils weren't quite slits, but they were certainly on their way there. She sat up slowly, looking first to Mahara, who nodded as if to an unspoken question before stepping away.

Slowly, Fluttershy surveyed her surroundings, occasionally looking down at her forehooves. Rarity couldn't be certain, but something in her expression registered as excitement. Her eyelids descended as she fixed her gaze on the unicorn.

"Um... H-hello, Rarity..." The pegasus shuddered, looking down at the floor, and then to Mahara. "We're... We're at Carousel Boutique? How long have I been asleep?"

The fact that Fluttershy was surprised to wake up in her shop brought a touch of confusion to the forefront of the unicorn's thoughts. She glanced between the two of them, following their conversation as she waited patiently in the dark.

“We had some unexpected company, and considering the circumstances, I felt it best to avoid confrontation and move you here.” Mahara slowly approached the unicorn mare as she spoke. “You’ve been asleep for a little over two hours now.”

*Yes, I suppose that makes sense... Princess Celestia was on her way out to Fluttershy’s cabin. Mahara moved her while she was asleep, though? Did anyone in town notice?*

“Is um... Is it time for me to... What I mean is... Do you think I should...” Fluttershy winced as she whispered, “*drink?*”

“You tell me... How are you feeling?”

“Very tired... My um... My hooves and ears are a little tingly... Like... Like I’ve been out in the cold for too long.” The pegasus looked down at her forehooves again, rolling her fetlocks. “Is that um... Is that what I’m supposed to feel like?”

“You can wait a little while longer if you’d like, but my advice is to feed now and get it out of the way.” Mahara stood side by side with Rarity, briefly making eye contact before returning her attention to Fluttershy. “Have your fangs grown in yet?”

The pegasus looked down again, her jaw tilting to one side, then the other. “I... I think so...”

“Alright...” Mahara stepped away from the unicorn, crossing the room, nearly vanishing into the shadows. “This isn’t something I can hold your hoof through. I’ll be watching to make sure it doesn’t get out of control, but this is between you and Rarity now.”

The emerald glow of her eyes bobbed for an instant. A nod. Rarity returned the gesture and slowly approached her trembling friend. Fluttershy scarcely looked up at her, trying to hide behind her mane as the soft cyan of her eyes shimmered across pink locks.

Rarity giggled softly as she set herself down beside the pegasus. Fluttershy’s gaze followed her. “Isn’t this supposed to be the other way around?”

“What do you mean?”

“You’re the one biting me.” She offered a delicate smile, trying to reassure the winged mare. “I’m not going to be doing much beyond sitting here and playing donor.”

“I... That’s just it, Rarity. I don’t want to hurt you... You’re my friend...” She paused, swallowing. “I mean... Mahara bit me earlier... And I kinda liked... Um... It wasn’t so bad. But...”

Rarity ran a hoof along Fluttershy’s back, feeling a bit of the tension disperse at her touch. “I’m sure you’ll do just fine, dear. Now be a good girl and show me that smile of yours.”

Fluttershy slowly, reluctantly, held up her muzzle, lips just barely pursed. “Wider...” The pegasus’s brow furrowed as she spread her lips a bit more. The very points of four new teeth were just barely visible. “This is for your own good, dear... Please be brave, for me at least.” The pegasus nodded, displaying her teeth.

By that point, Rarity’s eyes had adjusted enough that vision wasn’t much of an issue. As she carefully inspected Fluttershy’s new fangs, Fluttershy gradually shrank away. The unicorn cocked her brow.

“Okay, Okay... Um...” Fluttershy slid off the couch. Rarity followed, taking a step closer. “I um... Where do you... want me to... *bite* you?”

The pale mare glanced briefly to the emerald glow in the darkness, recalling their earlier conversation. “I believe she has already done the hard part for you.” Gracefully, she lifted and turned her foreleg, exposing the small, circular scabs to her friend. “Just follow her example.”

Fluttershy shifted away, looking down at the floor once again. Before Rarity could levy more encouragement, however, she heaved a deep sigh and turned back toward the unicorn. “I’m ready... I think... I...” Her voice trailed into an unintelligible squeak as the unicorn extended her foreleg. Rarity grinned, shaking her head. “Sorry... Okay... Here goes...”

Out of the corner of her eye, Rarity saw Opalescence perch on the arm of the couch, watching with disinterest. The warmth of Fluttershy's breath against her coat brought her attention back to the pegasus. She was caught between looking at the scabs, lowering her muzzle to them, and then drawing back to examine them again.

"I... I can't believe I'm actually about to do this..."

"It's alright. Please remember that time is of the essence, however."

"I know... Sorry..."

Fluttershy took a deep breath, closed her eyes, and slathered her tongue over Rarity's flesh. The unicorn scowled. Mahara had been a bit more elegant. She maintained her composure as Fluttershy gasped softly, pursing her lips to the spot, giving a gentle shudder as she worked up the nerve. The points of her fangs found purchase in the hardened dots of coagulated blood. Fluttershy paused, glancing up from Rarity's foreleg. The unicorn simply cocked her head, brows arched. The pegasus closed her eyes and resigned herself to the task at hoof.

A sharpness bore down on her flesh, accompanied by the piercing sensation she had felt the night before. Fluttershy was not nearly as refined as Mahara had been, but that much was expected. Her fangs jerked slightly in the incisions, sending a short spike of pain through the unicorn's limb. Something warm rolled down the side of her foreleg. Rarity looked down just in time to see and hear a single splotch of blood spatter against her floor. The urge to groan was present, but she kept quiet. Fluttershy suckled clumsily, and Rarity could see stray rivulets of blood trickling from the corners of her lips. The perfect white of her coat took a tint of pink around shallow streams of blood, crimson droplets glimmering as they caught what little light managed to slip into the room.

With every swallow, the pegasus seemed to become more confident. Her lips pressed more tightly, and her tongue rolled across the flesh between them. Fluttershy began to pant softly through her nose. Her ear flicked, and then her tail followed suit. Her wings unfolded, ruffling slightly. The unicorn detected movement in the darkness; Mahara took a few cautious steps toward the pair, but Rarity shook her head and the motion halted. A muffled groan found its way to her ears.

“Fluttershy...” The pegasus continued to feed, another shudder passing through her. “Fluttershy.” Rarity’s brow knitted with concern. Mahara took a few steps closer, but stopped as the unicorn made eye contact.

*“Fluttershy.”*

The pegasus opened her eyes, a fierce glow backlighting her mane. Her pupils had completed their transformation, dialating horizontally as she looked up at Rarity.

“You’re getting blood all over my coat, dear.”

With Rarity’s foreleg still in her mouth, the pegasus mumbled apologetically.

V ^ ^ V

“I was not expecting to see you here...” Zecora slowly pushed herself away from the wall, staggering across Fluttershy’s living room. “For I am not myself, I fear...”

Zecora began to salivate. She could hear the steady, rhythmic contraction of Twilight’s heart, growing faster with every step the zebra took. She could smell the blood pulsing through Twilight’s body. She cast her gaze to the floor, trying to stop herself from fixating on the unicorn.

“Zecora? What are you doing here? Where’s Mahara? Or Fluttershy?” The unicorn paused, her silhouette leaning forward. “Is... is something wrong?”

“I should have expected she’d spread her curse... To be left alive was ultimately worse...” She struggled to restrain herself, visibly shaking out of a mixture of unrelenting thirst and the knowledge that each step she took brought her closer to tearing open Twilight’s throat. The glare of light behind the purple mare nearly blinded her.

“I don’t understand... What’s happening?” Zecora’s head and neck shuddered as she fought to keep herself from looking up. The battle was quickly lost. Twilight recoiled, eyes widening with shock. “Oh my gosh... Your eyes!”

"My soul has been defiled and stained. Run now, this monster is inside me now, it becomes unchained."

"I... We can help you! Celestia is right outside! She must know how to fix this!" Twilight took a cautious step forward, into the darkened cottage. "Mahara had to have been lying! There has to be a way to reverse this!"

"Twilight, my friend... I am losing control..." Zecora felt a trail of drool slip over her lower lip. Every inch of her body cried out for blood in a singular, endless plea. Her vision began to cloud red, the unicorn replaced with a white hot, vaguely pony shaped glow. "Please...! Run...! Now is... no time... to be a foal!"

The world melted away to a red haze, leaving only a searing imprint of Twilight. The zebra groaned, whipping her head to the side as her jaw snapped open, strings of saliva stretching across her fangs as she dragged herself closer with decreasing resistance.

*"Run... Twilight..."*

She could sense the fear in the unicorn's voice, even if her words were reduced to an unintelligible static. Her white glow shifted against the crimson sea, turning to run. Zecora let out a shrill cry, launching after Twilight. She felt heavy as she passed through the doorway, the sudden wash of sunset nearly knocking the wind out of her. A larger gathering of glowing forms began to stir at the base of the hill. The thought of more blood sent a shiver of excitement down the zebra's spine. She perceived shouting. Half of them took to the air, the largest among them standing its ground.

Somewhere, under the screaming desire for sustenance, she realized that she was chasing Twilight right to Celestia and her guards. Her jaw clenched against her desire to speak. Her words were nearly lost in the fog of lust filling her mind. Only two gargled syllables found the way to her lips.

***"Kill...! Me...!"***

One of the guards swooped toward her, the cold steel of a sword clenched between his teeth. The zebra crouched mid stride, propelling herself

through the air. She weaved herself around the blade as he cut an arc in front of himself. Zecora felt the feathers of his left wing against one forehoof, cocking back the other. His muffled cry of pain rang through her ears as she splintered the bone, bending his wing back with a wet snap. The guard's momentum carried, dragging the zebra along with him as he plowed into the grass. Her fangs sheered through his flesh, then his artery. The heat of his blood gushed against her tongue and down her throat, inside and out. Her skin tingled as her coat soaked through, white stripes stained with gore. Her next plea escaped amid a groan of delight.

***"Please...!"***

Two guards rushed her from either side. She left her first victim on the grass, convulsing from shock as the life bled out of him. One slipped by, a line of pain etched across her cheek as she rolled a second too late. Zecora hissed as her blood percolated in the wound, red burned bubbling black as it rolled down the side of her face. The blade which the fallen guard had carried bore an insignia of the sun. It burned her tongue and lips as she clasped it between her teeth. She met the next charge halfway, metal clashing against metal, grinding as she tried to swing her hind legs toward the pegasus's underside. His silhouette pulsed as he pumped his wings backwards, skimming her flank with the shimmering razors spread throughout his feathers. The stallion whinnied as her rear hooves made contact with his belly.

*There is nothing left of me in this shell... End this and free me from this hell...*

Zecora jerked forward, knocking the sword from his teeth, twisting her neck back to drive her stolen blade through the underside of his jaw, leaving it jutting just below his cheek bone. Her forelegs intertwined, riding his body to the ground as she tore him open, feeding ravenously. Her chin dripped with crimson droplets, canvassed from her face to her breast. She didn't have to look to know the other guard had closed in behind her. She could hear him. Smell him. Feel him. The zebra twisted, sharpened steel hovering hair lengths from her flesh. The pegasus drifted a few fatal inches after his failed strike. His scream resonated through every fiber of her being as she clamped down his closest eye, wrenching it free of the socket as it erupted across her lips. Her foreleg curled against the other side of his



neck, squeezing. His body did all the work, vertebrae buckling, cracking, crushing his spinal cord.

The world rolled under Zecora's hooves. Shouting; Twilight's voice, miles away. The guards had circled defensively around Twilight and the princess, melding into a single fluorescent figure. Those not tasked with protection circled the zebra, waiting for her to make a move. She could feel her faculties slowly returning as fresh blood coursed through her, the voices in her mind slowly dying down. Her body feebly continued to resist the will to surrender. Color slowly pooled under her eyelids as the red haze subsided. The static thinned out until she could make out distinct words.

*"Why do you all hesitate?! **Kill me now before it's too late!**"*

Celestia boldly stepped out from her circle of guards. Zecora expected the princess to attack, but instead, her gaze slowly passed over the two pegasi lying dead on the grass before focusing on the third. The zebra could hear the weakened, strained throbbing of his heart, slowing with every pulse. The alicorn's eyes widened, and she moved swiftly to his side as he clutched a glistening red hoof to his torn throat.

His voice was less than a whisper, but in her altered state, the zebra could hear his dying words clearly. She wanted nothing more than to trade her life for his as he forced out his words. "W-wasn't... strong... enough... so sorry..."

Celestia smiled, giving a single, subtle shake of her head. Even at a distance, the princess radiated with compassion. She knelt down, putting her face to his. "Kick-Off," Celestia said softly. "You, Stormy Skies, and Cloudburst... You have stood up to a threat unlike any seen in the lifetime of anypony, save myself. You fought bravely, braver than anypony could be expected to fight in the face of such terror. In all my years to come, I shall never forget any of you." Celestia slowly leaned forward to plant a kiss atop Kick-Off's forelock. "You have performed your duty admirably, and I thank you for your service." The alicorn lifted her head gracefully, still looking into his eyes, her gaze unwavering. "You've earned your rest."

Zecora heard his desperate heart grow calm. "Thank... you... my..." The last word died with him, becoming a rustle in his throat as his heart finally went still.

Celestia closed her eyes, took several slow deep breaths. Though her eyes glistened as she opened them again, it was all the time she could allow herself to mourn. She stood up, a glow from her magic forming on the hilt of her sword as she unsheathed it. With long strides, she stepped past the guards circling the zebra. "Have you chosen to betray your kind, Zecora?" Celestia continued forward, the enormous broadsword poised in her field of levitation. "Or is this the result of treachery?"

"This was not a choice I willingly made... But for my weakness, I know a price must be paid." The fight was becoming easier as her body soaked up the blood. With strain, she lowered her head, bowing to the princess, exposing the back of her neck. "Destroy me before I can do further harm... The rage has subsided... I am disarmed..."

An eternity passed as Zecora awaited her end, staring down at the grass. Instead of metal rending her flesh, she felt ropes. Her first thought was a noose, but looking up, she realized they had bound her by the neck, four guards pulling tightly to keep her in place.

"There is indeed a toll to be levied," The princess took another step forward, her presence nearly sucking the life out of Zecora, completely sapping her strength "but I'm your life is not the payment I desire. The threat we face is, as I'm sure you're quite aware, a threat that will not be easily quelled. If you truly desire that I take your life... While I am not exactly eager to spill innocent blood, I will grant your request so that you may die with honor and dignity. I ask you however; will you postpone your death wish and aid us in bringing the mare responsible to justice?"

Zecora snorted, barely able to meet princess's gaze. She could feel her skin crawling, trying to escape however it could. Her blood churned sluggishly, trying to avoid the capillaries nearest to Celestia. Every nerve in her body told her to run, but she resisted. The alicorn smiled, not out of spite, but in a sad, compassionate way as she craned her neck down to reach eye level with the zebra. Slowly, the striped mare nodded. Celestia extended her foreleg and rested her hoof gently on Zecora's shoulder, it burned.

"You have my undying gratitude. I am certain that you will be quite useful to us..."

Where Celsetia's hoof touched Zecora, her flesh began to smolder.

V ^ ^ V

# Chapter Seven

## Evasive Action

Pinkie Pie sat in awe as she tried to reflect on everything she had just witnessed.

*So Fluttershy is like Mahara now? Does that mean she'll get all sizzly if she gets a scrape out in the sun?! Nuh-uh! I won't let that happen! I'll make sure you're safe wherever you go, Fluttershy! And so will she! Yeah! That's... Huh... Why am I mad all the sudden about that? Mahara is a really cool friend! And she's Fluttershy's super best-I'm-gonna-give-you-tongue... There it is again... Come on Pinkie, what's the deal here?! You just watched Mahara totally come back to life and Fluttershy is really really happy about that! Well, she is now anyway. She hasn't gotten that mad in a while. It's like she's on one of those emotional rollercoasters. Am I on one too? All the sudden, every time I think about the two of them together I get all... cranky pie... I'm sure it's nothing. Wait, what are they saying down there?*

Fluttershy swayed for several moments as she held eye contact with Mahara, her eyelids weighing heavily as her ears splayed. Her lips moved, but she made no sound. The red mare was whispering something, but Pinkie Pie couldn't quite understand the hushed fragments of words from the top of the stairs. In the darkness of the cottage, however, she could easily see the ghostly flicker of Mahara's eyes. The glowing intensity was so great that green flames seemed to dance against her face. And then, just like that, Fluttershy tipped onto her side, her head flopping against a pillow. Mahara stayed at her side, running a hoof along the side of her neck, pausing when she brushed the fresh scabs in her coat. Pinkie was about to leave when the red mare turned her head, looking straight at her from the living room.

*Oh jeeze she spotted me! Gotta get outta here! I... What the... I can't move!*

The pink earth pony was frozen to the spot; a half formed sound catching in her throat, but failing to produce any actual words. As her neck began to

itch, she felt a fluttering in her chest. Mahara stood slowly, holding Pinkie's gaze, crossing the room to the staircase. Angel spotted Pinkie moments later, tilting his head at her as the red mare ascended. Mahara stopped just shy of the landing, crouching against the steps, eyes level with the blue eyed mare.

"It's rude to enter without permission, you know." Mahara propped her head up with her forehooves, smiling. "But, I know that you're only here because you care about Fluttershy, so I will allow it. I'm guessing you saw everything that just transpired down there, and you have questions. Is that a fair assumption?"

Pinkie nodded rapidly, the curls of her mane bobbing with the motion. The fact that her mane was curly or bobbing at all took her by surprise. She had been so excited to see Mahara alive and Fluttershy happy that she completely failed to notice the retuning buoyancy of her hair. The red mare's voice brought her back to attention.

"Well, ask away, I suppose."

Mahara raised a brow as the pink mare took a deep breath. "That was so cool when you killed the hydra how did you even *do* that and I mean I was really sad when you didn't get up after that but now you're totally fine," Mahara's pupils shrank as she leaned away from the bubbling mare, "and I'm so glad to see you again because Fluttershy has been so happy since meeting you but she's going to need to drink blood now and I don't know how Twilight or anypony else is going to feel about that and I'm a little worried now I guess!"

The red mare blinked, the fiery glow of her eyes completely dissipating. "Okay... Well, as long as I keep a close watch over Fluttershy and walk her through the adjustments, she should be fine. Twilight and the others might be an issue, though... How do you feel about all this?"

"She's still gonna be Fluttershy, right?" Mahara nodded briefly, and Pinkie donned a wide grin. "So what if she needs to bite a few ponies every now and then?! Heck, I'll let her bite me all she wants!"

"Well I'm very relieved to hear-"

“What was that part about not sleeping, though? You really don’t sleep? Like, ever? And neither will she?”

Mahara glanced to the side, her brow knitting. “Unfortunately, no. Once her transformation is-”

“Unfortunately?! Do you know how cool that is?!” Mahara receded again, watching Pinkie with visible concern. “Think about it! Parties that never, ever have to end because nopony gets tired! All the baking I can get done! All the pranks I can plan!”

The red mare shook her head, frowning. “This really isn’t something that should be taken lightly, Pinkie. The consequences of this sort of life outweigh the-”

“Maybe the Princess and Twilight and Zecora are all mean and sour toward you, but I’m an Element bearer! So is Fluttershy! We’re practically her right hoof mares! Well, two of them anyway! I bet if we have a talk with them then we can get everything straightened out and you and Fluttershy won’t have to worry about a thing!”

Mahara sighed, resting her face in a forehoof. “Pinkie... The very last thing I want you to do is tell Celestia or Twilight that you’re willing to help us. It won’t end well for you, regardless of your status as a hero.” She turned her gaze upward again. “Please, trust me, it’s for your own good.”

“Fiiiine. I can keep a secret.” Pinkie got to her hooves as Angel scurried passed her. The sound of a shutting window rang out from behind. “So what are ya gonna do now? Want me to hang out here until it’s time for her to drink?”

“That would be very convenient, actually. I wanted to ask you as soon as you arrived but...” The red mare glanced to Fluttershy as she turned back down the stairs. “I needed to give her my full attention at the time.”

Pinkie followed, again passed by Angel as he slid down the railing. Mahara settled on a pillow behind Fluttershy, watching in silence as the pegasus squirmed for a few moments. Pinkie rested on the rug, trying her hardest to stay quiet as she admired Fluttershy’s tranquil form.

“So you put her in a trance?” she whispered at last.

“More or less.” Mahara stroked the pegasus’s mane, brushing a few stray pink locks from her face. Pinkie felt her stomach tie into a knot as she watched, but she stayed quiet. “She was having a hard time sleeping, so she agreed that it would be a good idea if I helped her along.”

Nodding quietly, the pink mare went back to silent observation. Mahara did not, however.

“I’ve been meaning to ask you... I know that all of you care for her, but the way you look after Fluttershy... This isn’t just because Twilight asked a favor of you, is it?”

At the end of the red mare’s inquiry, her ears perked and swiveled. She quickly got to her hooves, looking around frantically for something that wasn’t there. Pinkie giggled at the display, but found herself with a maw full of red furred forehoof when she tried to give her answer. Mahara shook her head, a tendril hovering to her pursed lips.

“Shhhh...”

*Why is she telling me to shhhh? Fluttershy is in a trance, she’s not exactly going to wake up if I make a sound. Oh, but maybe that’s not why! Maybe she hears something! Oh, she’s moving now. Where is she going?*

The red mare skittered across the floor like an insect, disappearing into the kitchen. Pinkie leaned to the side in time to watch Mahara peer through a window, ducking down again and just as quickly crawling back into the living room. She blinked as the red mare kept crawling right to her, nearly knocking her over as Mahara put her muzzle to Pinkie’s ear.

“We have to leave, *right now*. At the very least, I need to get Fluttershy somewhere safe.” Wide eyed, Mahara glanced over her shoulder at the kitchen again. Her whispering tickled, but Pinkie remained attentive.

“Someone’s coming, and if it’s who I think it is... I hate to ask this of you, but can you stay behind and try to distract them? If it gets out of hoof, don’t hesitate to run. Your safety comes first.”

Out of the corner of her eye, Pinkie could see Angel standing in the space between them, one long ear turned up toward the whispered conversation. Mahara looked down at him and smiled, giving a nod. "Angel has volunteered his assistance as well. Remember, if things take a turn for the worst, the two of you are to flee."

Pinkie nodded. She glanced down at Angel as he did the same. Without anything further, Mahara coiled the sleeping pegasus in her noodle like appendages and held Fluttershy tightly against her back, then galloped toward and leaped out of the broken window without making a sound. Pinkie rushed to the windowsill just in time to watch Mahara jump into the stream near the cottage, completely submerging herself, only keeping Fluttershy's muzzle above the water. The urge to giggle was too much for Pinkie to contain.

No sooner had her brief giggle fit concluded, however, she began to feel nervous excitement, manifesting in a sensation like butterflies in her breast. The side of her neck began to itch.

*Was that my Pinkie sense just now? A fluttery chest and an itchy neck? Last time I got itchy neck, Mahara was involved. Mahara just went for a swim with Fluttershy, though, and... she said somepony was coming?*

The combo struck her again, filling her with a sense of dread. The pink mare glanced down as she felt a paw against her hind leg. When she turned, she found herself faced with an empty room. Angel pointed frantically in front of her.

For a moment, Pinkie assumed that Angel was pointing to Mahara's journal, which lay on the rug not far from where they stood, but he seemed to be pointing higher than that.

"At what do you laugh, Pinkie Pie?"

Zecora's voice emanated from empty space, sounding less than a few noses away, and Pinkie felt her blood run cold. The air seemed to ripple, drawing back to reveal a striped muzzle. The zebra's eyes glowed a faint turquoise as they emerged from nothing; her pupils were just beginning to take the form of slits.



“On your humor I can always rely.”

*Oh my gosh! Mahara must have been talking about Zecora! When did she turn into one of those things, though?! How is she even doing what she's doing right now?! Jeeze that's creepy! She asked you a question... Uh... Come on Pinkie, think! What's funny about a broken window? Oh!*

“It panes me to say this, but I think she's going to need someone to fix that! Get it? Panes?”

Zecora tilted her head, looking to the window, and then back to the pink mare who was smiling as broadly as she could. “Not as funny as what I had in mind, but for humoring me, you are still kind.”

“Zecora, have you looked in a mirror lately?” Pinkie lowered her head a bit, gazing up into the soft glow. “I don't really know how to say this, but-”

“I am painfully aware of my fate, dear friend.” The zebra looked away, her head bobbing in the air as she passed into the darker side of the room. “She has cursed me, there's no need to pretend.”

“Are you thirsty? I can help you with that, you know!” Pinkie bounced into the shadows, following the swaying glow of her eyes. “I'm chock full of blood and I'm barely using it!”

“No Pinkie, this is not your burden to bear.” Pinkie felt a hoof against her breast, pushing her back. Zecora vanished once again as a soft rustling drifted to the pink mare's ears. This time, the zebra's entire body came into view, a cloak of some sort hanging from her teeth, falling into a heap on the floor. “Leave this place before my restraint starts to tear.”

“What are you gonna do then?” Angel pulled on her foreleg, pointing to the door when she glanced down at him. She nodded, slowly backing away. “Why did you come here?”

“I assume you came here in search of Fluttershy?” Pinkie nodded rapidly. “I came here to destroy, that is no lie.” The zebra leaned against a wall, looking down at the floor. “My intent was to take Mahara to the grave with me, and Fluttershy too, if necessary... So here I shall wait until they return. There's no hope for me now, in hell I shall burn.”

*Jeeze... Fluttershy handled this a lot less dramatically... Zecora isn't the joking type, though... I better see if I can catch up to Mahara. Maybe she can help! Oh but... Mahara ran away because of Zecora... And Zecora came here to... Oh no. What am I gonna do?!*

"Zecora, you don't have to-"

The zebra shook her head, eyes narrowing.

"Okay, look! I don't want you to do anything coo-coo-crazy so just sit tight. I've got to go, but I can't say where because I don't actually know where I'm going, and I've got to talk to someone who I do know who to talk to but I can't tell you because I promised not to say, so stay here while I go somewhere and talk to someone. Can you do that?"

"There is nothing left for me to say." Zecora's glowing stare was cold and vacant. Pinkie wasn't even sure that the zebra was looking at her anymore. "Leave me now and remember this day."

Saddened, Pinkie Pie turned from the zebra and stepped out into the late afternoon sun. Angel shut the door behind her and slowly shook his head. The pink mare glanced to the stream, but there was no sign of either pony in the water.

*Great... No Mahara, no Fluttershy, but plenty of creepy crazy Zecora in the cottage behind me... If I can find Mahara... She's gotta know what to do. Alright Pinkie sense, don't fail me now!*

With a stoic expression, she nodded down at Angel, and together they started down the road to Ponyville.

V ^ ^ V

*So this is it, then. She doesn't feel the same way. I blew it.*

Rainbow Dash sat in her bedroom, staring out her window. The rest of the weather team had begun the first snow of winter without her. Most of it was imported from Cloudsdale, but she spotted several clearly custom designs in the blanket of drifting white.

And she didn't care.

The other pegasi could handle it without her. She remembered a time when bringing in the first snow of the season was a joyful activity, one of the few jobs that she was actually eager to perform, but with her mood so bitter, she decided it would be better to just use a sick day.

Her thoughts drifted briefly to Fluttershy. The cyan pegasus was glad that she hadn't taken rejection so hard as to end up like her friend; she couldn't really see the point of locking herself in her home and becoming reclusive. However, the pain she felt was certainly affecting her in other ways. Since the unintended confrontation with Applejack, she had been visiting Fluttershy less and less. Dash was at a loss as far as offering support.

*What would I say? Oh, your first buckfriend ever cheated on you and dumped you when you confronted him. Well, the first pony I ever tried to share my feelings with told me to take a hike because she didn't swing that way. I can't even get my own problems sorted out, how can possibly I help you?*

The pegasus fell back against her bed, covering her eyes with her hooves. They were still sore from crying, but the tears had become less about sadness and more about spite. After bearing her heart and soul to the mare she had come to so deeply admire, she received nothing but confusion and aggression. She had seen Applejack since that day, but had nothing to say to her.

As her hooves slid away, her eyes fell upon a poster of Spitfire on her ceiling. Where she could once fantasize for hours about the leader of the Wonderbolts, now the sight only made her feel hollow.

*I'm never going to have a chance with Spitfire. And really, I'm okay with that. What do I even have in common with her? She's famous, and wealthy, and I'm just somepony that can do a neat trick. Applejack, though... she's... Why did I think that was a good idea? Why didn't I just keep my mouth shut? She probably hates me now. She probably thinks I was only friends with her because I had a crush on her! Ugh, I'm so stupid!*

Dash rolled over, burying her face in a pillow made of clouds. She knew it wasn't the end of the world. She knew there were plenty of other mares out there. The problem was that none of them were Applejack. The pillow suddenly dissolved, her bed vanishing from under her, replaced with the puffy outline of her front door. She stood in her living room, slowly turning the handle after enduring five minutes of knocking.

The blond mare stood in the doorway, her expression stern, and yet concerned. Dash felt faint at the sight of her, the surprise of seeing her multiplied by the fact that she was standing on the clouds themselves.

"How did you get up-"

"Twilight's balloon." The dirigible in question hovered by the edge of the cloud.

"How are you standing on-"

"Twilight's magic." Still dumbfounded, Dash nodded, trying to organize her thoughts.

In the process of organizing, she was struck with an odd sensation, as though the words had been spoken before, even though she couldn't remember where or when.

"Why are..." She paused, expecting Applejack to interrupt again, but the orange mare stayed silent. As the shock wore off, a tremble ran through her. She narrowed her eyes, speaking low and slowly. "Why are you here, Applejack?"

"Ta be totally honest with ya, Ah ain't perfectly sure mahself... Now, before ya go gettin' all emotional on me, jus'... just hear me out..." She took a deep breath, looking down and crossing her forelegs. "You've been avoidin' me, an' Ah don't blame ya fer that, but... Dash, Ah owe ya an apology. Ah baited ya inta tellin' me somethin' I weren't ready nor expectin' ta hear. An' tha way Ah reacted weren't nowhere near appropriate, neither. Ah'm right sorry 'bout... Well, 'bout tha whole thing. Ah made a real ass a' myself, an... an Ah guess Ah'm here cause Ah don't wantcha ta hate me fer it..."

They stood in silence, a few snowflakes curling in on the wind. They clung to Applejack's mane and coat like tiny white flowers.

"Ah know everypony's real busy tryin' ta get Fluttershy ta come to her senses, but... Well, Ah know this is mah fault, an' it ain't tha same withoutcha... So, Ah'm sorry..."

"You're *sorry*?"

"Ah'm sorry."

Another few uncomfortable minutes passed before the pegasus shifted her weight and managed a reply.

"Why? Why did you flip out on me like that?" She glared, snorting and stomping. "I told you how I really felt and you just spat in my face! How could you do that to me?!"

"Dash, Ah..." The earth pony looked down at her hooves. "It ain't like Ah didn't know that some mares like other mares, an' that don't bother me, neither. Some folks jus' have different tastes, Ah guess... It's jus'... Ya surprised me, Dash! Ah never figured ya felt that way 'bout me! Lookin' back now, Ah can kinda see it more clearly, but at tha time, it was a total shock." She closed her eyes. "Ah... Ah didn't know how to react. Ah started thinkin' crazy, like maybe our friendship weren't real or somethin'... Like you were jus' usin' me ta ride me side saddle, an Ah'm sorry fer that... Now Ah know it's tha complete opposite..."

Applejack stepped forward, into the warmth of Rainbow Dash's home. The snow in her mane and coat melted to glistening droplets. The cyan pegasus stood there, jaw agape, as she tried to grapple with the rush of emotions that Applejack's apology carried. She was still furious, but she could feel her defenses weakening. After another minute of silence, Rainbow Dash found the words she was looking for.

"Yeah?" Dash snorted, looking away in an attempt to stay indifferent. "Is that the only reason you came up here? To apologize and explain yourself?"

Applejack milled around awkwardly, stepping from hoof to hoof as though walking in place.

“Well... No... It ain’t tha only reason...” A subtle blush lit up the orange mare’s cheeks. “Ah... Ah been doin’ a whole lotta thinkin’ an talkin’ ta a few folks... Private like, mind you, so don’t getcher tail in a knot. Ah ain’t told none a’ our friends ‘bout whatcha told me. Anyway... Ah been talkin’ an... tha one thing Ah learned... what was most common with tha folks Ah talked with... Havin’ someone special... Bein’ in love... ‘s like havin’ a best friend, ‘cept ‘s more than that... Ah understand that now.”

Rainbow Dash nodded slowly, trying to suppress the fluttering in her heart as Applejack took another step forward, bashfully looking up at the cyan pegasus. The sudden development was almost too much for her to bear. It was getting harder and harder to stay angry at the orange mare, but at the same time, she was relieved by that.

“What Ah’ Ah was tryin’ ta say is... If that’s whatcha want, if ya really trust me that much that ya want our friendship to go a step further...” Her blush had become almost radiant. She slid her forehoof in a slow circle on the floor, ears splaying. “Ah’ve been thinkin’ about you, ya know, tryin’ to think about ya... like that.. like as more’n a friend... Ah... Ah ain’t makin’ no promises, understand? This ain’t somethin’ Ah’ve done before, an if it were anypony other than you, Ah wouldn’t give it any thought... but... fer you, Dash... If ya still wanna be with me... If ya wanna forgive me fer bein’ stupid...”

“Applejack... I...” Rainbow felt her lower lip tremble, the dam holding back her emotions finally crumbling. “Yes!” Applejack spread her forelegs, smiling as Dash lunged forward, embracing one another as the pegasus shuddered, fighting back the tears. “And I’m sorry too! I just needed to tell you and I... I didn’t mean to...” She sniffled, her eyes growing damp as she lost that fight.

“Ya don’t gotta apologize fer nothin’, Dash.” She could feel Applejack’s hooves against her back, rubbing in slow, gentle circles, holding her tightly. “Don’t gotta apologize fer nothin’ at all. Ah’m jus’ glad ta have ya back.”

She buried her face in the side of Applejack’s neck, slowly calming, holding onto the earth pony as though her life depended on it. When she finally

looked up, her wall melted away, replaced with the evening sky. The sun slowly dipped over the horizon, painting the clouds a myriad of beautiful colors. They were huddled together under a blanket on the Apple family's front porch. Their breath formed puffy clouds in the air as it curled away from them.

Big Macintosh had taken the news fairly well, even though he didn't fully understand. Applejack had requested that he keep it to himself, which he agreed to, on the condition that Rainbow help out around the farm, especially during harvest.

"Ah mean, it ain't a huge deal, Ah guess, but Ah just don't want nopony askin' all kinds a' questions, ya know?"

"No, I totally get it. I don't really want anypony finding out either. But... you're not... ashamed, are you?" The cyan mare felt a squeeze, followed by a gentle nuzzle between her ears.

"Naw... You ain't nothin' ta be ashamed of. Ah... Ah guess Ah jus' ain't ready ta tell anypony. Gimmie' time ta get used ta this."

"Is this that different from dating a stallion?"

"In little ways, yes, but that don't mean Ah love ya any less. Ah jus' wanna take it nice 'an slow."

The earth pony snickered a bit. Dash looked back at her out of the corner of her eye. "Okay, ya gotta understand... 'fore this, mah family would try an' set me up with other stallions. They were nice an' all, usually, but Ah guess you could say Ah jus' wasn't interested. 's one thing ta get ta know somepony over time an' come ta realize ya got feelin's fer 'em, but to jus' have a stallion plopped down for me ta suddenly date... It rarely lasted. Ah think tha longest one lasted fer a month. You an' me have already passed that, Ah think."

"Yeah, just about." Dash heaved a happy sigh, leaning back against Applejack, feeling her forehooves gently rub over her sides.

"How come ya... What made ya fall fer me, Dash?"

Rainbow laughed a little, smiling back at Applejack. "Well uh... You're really pretty, for starters..."

"Aw, yer jus' sayin that..."

"No, really! You're... you're a fox!"

Applejack cocked a brow. "Ah'm a what now? What the hay does that mean?"

The pegasus froze up for a moment, "I... don't actually... Okay let's back up. What I mean is, I always thought that you were attractive, but I never really... I never really thought of you as a mare I wanted to *be with* when we first met. I guess I just kinda took it for granted; grass grows, the sun shines, and Applejack's gorgeous."

"Well... Ah never really thought a' mahself as a looker, ta tell tha truth... That ain't all, is it?"

"It's totally not just your looks. You don't have your head in the clouds... You don't walk away from a challenge... You put everything you've got into you your work... You're a beautiful pony, inside and out. Back before that Iron Pony competition, I just looked at you like... Well, like competition. After that, though... That's when I started to admire you."

She felt the orange mare nod, her hooves slowing, just cradling now. Dash rested her forehooves on top of them, smiling.

"And... you're some things that I'm just not. I could never spend as much time working as you do. I'd go crazy. Your dedication, and your... your spirit... You're just really... really awesome. Inspiring, even. So, once I started to feel this way... I just watched, and I waited, hoping for a sign, that maybe you'd make the first move... I was going to keep waiting that day, in the leaves, but... Well..."

"Ah'm glad ya told me. If Ah could go back, Ah'd drag it outta you all over again." Applejack snickered. "Not so much yellin' though."

Rainbow Dash turned back toward the sunset, the glowing rim of the sun descending behind the mountains. She sat in silence for some time,



enjoying the warmth and feel of the earth pony behind her, until a thought occurred.

“I don’t think I ever said thank you, you know.”

Applejack leaned forward. “Thank you fer what, sugarcube?”

“For giving me a chance.”

“Ya don’t gotta thank me. ‘s one a’ tha best decisions Ah’ve ever made. An really, ah should be thankin’ you...”

The pegasus turned over, her muzzle meeting the side of Applejack’s neck, planting a gentle kiss. The orange mare tilted her head to the side, her eyes half closed as their gazes met. Dash could feel her heart pounding excitedly as Applejack closed her eyes and pursed her lips. The pegasus did the same. She could hardly catch her breath. The room was unbearably hot. Every inch of her body felt sticky. She stared up at the ceiling, squirming in the afterglow of what was likely one of the most blissful experiences of her life.

Applejack gave a happy little gasp beside her, laughing to herself as she held a forehoof to her orange furred breast. Dash glanced to the window, noting all the condensation that had gathered on the glass. Winter Wrap-Up was scheduled in less than five hours, and neither of them had been doing any sleeping.

“So what do you think of being a filly-fooler, by the way?” Dash grinned, still panting softly, gently nudging the orange mare with her knee. “Not so bad after all, right?”

“Ah never said Ah was expectin’ anythin’ bad!” The earth pony rolled over, smiling. “Ya gotta slow down a little fer me. Ah ain’t used ta this, ya know.”

“Slow down? Maybe we haven’t met. My name is Rainbow Dash!”

The orange mare snickered, shaking her head. “Ah hate ta break this to ya, Dashie, but speed ain’t everythin’!”

Something warm spread across the bed by her hind legs. Confused, the pegasus glanced down. Her eyes went wide with horror; Applejack was missing her left leg from the hock down. Her blood was spattering over the sheets. She seemed completely oblivious to her injury, smiling warmly at Dash.

"I... I wasn't fast enough though..."

The orange mare's pupils narrowed, her body trembling.

"No," Applejack whispered, "*you weren't.*"

With a gasp, Rainbow Dash bolted upright. Applejack's foreleg slid limply off of her and onto the sheets. She squirmed in her sleep, mumbled something. A dull beeping and a powder blue curtain reminded her that they were still in the clinic. Slouching forward, the pegasus put a hoof to her forehead and took a deep breath. Her heartbeat steadied. Her weary eyes focused on a clock. It was long past noon, approaching the evening. Applejack's crippling injury was no less real than it had been when she received it.

The bandages had been changed, and Redheart had done everything in her power to improve the farmer's condition, but there was nothing she could do to replace or mend a mutilated leg.

Dash sat there for what felt like an eternity, taking in the pristine bandages wrapping the stump of Applejack's left hock. Part of her wanted to believe that she was still having a nightmare. The hydra had never attacked, and not a single pony had been killed or injured. She would wake up in Applejack's embrace, and everything would be fine. The pegasus swallowed a sob, not wanting to wake her injured lover.

*I just... I wish there were something I could do... Some way to take it back... You don't deserve this.* She traced Applejack's contour from her wounded leg to her face, inching closer to the sleeping earth pony as she lay beside her. *But I know you would be strong for me, so I'm going to do the same for you. We're going to get through this. I'm going to be here for you, and I'm never going to leave your side.*

V ^ ^ V

“Is that a new friend for Gummy?”

“Nope! I’m looking after him for Fluttershy, I guess!” Pinkie Pie looked down at Angel, and the rabbit offered a shrug. “I’m sure he’ll get along with Gummy just fine, though. I was looking for a friend of mine, but I can’t find her *anywhere*... Did anything happen while I was out?”

“Well, we’re all still a little shaken up, but it’s been very quiet otherwise. Actually, that’s not entirely true. Princess Celestia and a whole bunch of her guards arrived in town just before you came home, and that caused quite a fuss. They headed off toward the Everfree Forest, and that was the last I heard of them. I think your friend Ms. Sparkle was with them.”

Mrs. Cake paused, looking almost pained. “Also... Carrot and I just found out about Davenport not too long ago. He’s taking it very hard, so try not to upset him.” She looked down at the counter, taking a deep breath, releasing it as a quiet sigh.

The cyan mare brightened up as she made eye contact again. “Oh, and somepony stopped by not too long ago. I told her we were closed, but she said she was looking for you, so I said she could wait here. I forget what she said her name was...” Mrs. Cake glanced into Sugarcube Corner’s dining area, nodding to herself. “Anyway, she’s in there.”

“Oh! That’s great! Thank you! I’ll bring her upstairs right away.” Pinkie returned Mrs. Cake’s smile before she bounced into the other room.

Angel followed a short distance behind her, looking around curiously all the while.

*Well this turned out alright, then! If there’s anypony that can help Zecora more than Mahara, it’s probably Princess Celestia and Twilight! I can’t wait to tell Mahara the good news! Wait... That’s not Mahara. That’s...*

A white unicorn with shocks of blue hair hunched over a table, tapping out a rhythm on the surface with a forehoof. She nodded in time with the rhythm, seemingly oblivious to the approaching pony.

*Oh... Oh well. I could use a friend right now, and I did invite her here, so I may as well be a good host while I'm waiting for Mahara to turn up! That, and this is just too perfect to pass up! Okay, little miss DJ, I'm gonna get you this time! I'm not the queen of pranks for nothing! I'm the queen of pranks because I'm the best prankster around!*

Pinkie grinned, tip-hoofing across the room. Standing just behind the unicorn, she reared up, taking a deep, silent breath.

"You do know that my career pretty much revolves around my ability to hear, right?" Vinyl Scratch looked back at Pinkie, and even with the goggles obscuring her eyes, her little smile made the smugness of her expression obvious. "Gotta try harder than that, kiddo."

Pinkie exhaled, dropping back to the floor like a deflating balloon. Frustration and humility mixed as she playfully kicked the unicorn's chair. "You're so hard to sneak up on! Oh well. Sorry I'm late. I had to keep a promise I made to a friend." The earth pony paused. "On top of already being late because of that big dumb hydra!"

"Yeah, that was pretty crazy... Does that kind of thing happen often around here?" Scratch tilted her chair back, swiveling around to face Pinkie. "I mean, I'm not exactly a stranger to these parts but I've never seen anything like *that* happen while I'm in the area."

"Well there was this one time when a cute little baby Ursa Minor lumbered into town, but that ended a lot less violently..." The pink mare frowned, memories of the battle and subsequent casualties still fresh in her mind. "I don't think Ponyville has ever seen anything like this before. At least not while I've been living here. Thanks for helping out, by the way. I'm not sure Twilight could have handled that on her own."

"Hey, I was just arriving with my gear and a box full of records when I saw that thing swaggering around a few blocks away." Scratch brushed some of her mane out of her face and shrugged. "What kind of friend would I be if I got back in the carriage and just high tailed it back to Manehattan?" Her lips pursed as she held up a hoof, shaking it a bit. "What you did with those ice skates, though? Totally sick! You fuckin' rock!"

Pinkie snickered, glancing back toward the counter and kitchen. "Thanks! We should probably head upstairs though. The Cakes have started a swear jar and I don't want to toss any more bits into it."

Vinyl nodded, sliding out of her chair and levitating an enormous duffle bag that protruded at odd angles in several spots. Pinkie smiled down at Angel, and then at Scratch, leading the way through the bakery and up the stairs to her room. The pink mare had amassed every instrument she could find at Vinyl's request, assembling them into one gigantic contraption. Hundreds of egg cartons clung to the walls by coils of tape. Gummy protruded from the mouth of a tuba, staring off into space. Angel eyed him cautiously, staying close to Pinkie Pie.

The pink mare looked back at Vinyl as a muffled clunk signaled the landing of her bag. "Yeah, just set up wherever you think you'll get the best quality. I've gotta remember how to climb into this thing!"

Gummy tumbled out of the tuba, bouncing across a few bongos and landing in front of Angel. The rabbit bristled, darting toward and then hiding behind Vinyl, who looked up from her equipment bag in confusion.

"Aw, don't be afraid! Gummy don't got no teeth!" Pinkie grinned widely at the tiny alligator, to which the alligator responded by doing the same, displaying bright pink gums. "See?" Gummy snapped at her, his toothless maw clamping down harmlessly on her muzzle, eliciting a giggle from the pink mare.

Angel peered out from behind the unicorn, brow furrowed and frowning. "Yeah, I'm not sure if alligators are supposed to not have teeth." Vinyl lifted a long black pole from the bag with her magic, screwing an enormous microphone onto the end. "Maybe you should get that checked out?"

A few loud crashes filled the room as Pinkie made several failed attempts to crawl through the maze of musical equipment, grunting under her breath. "I dunno! I- Oof! I asked Fluttershy to take a look at him once and she said he was in perfect health, even without his teeth!" The pink mare tripped with a twang of guitar strings, her muzzle nearly getting stuck in the mouth of a trombone. "She's the animal expert around here, so that was good enough for me!"

“Hey, isn’t... Fluttershy is the pegasus with the pink mane, right?” Pinkie froze, glancing back at Scratch as best she could with her head between an array of trumpets. “How is she holding up?”

“She’s doing just fine!” Pinkie backed out of the musical labyrinth, putting a forehoof to her chin in thought.

*I hope Fluttershy is fine, anyway... I mean, Mahara has gotta be taking good care of her, right? Mahara really cares about her. Course, when I was taking care of her, I never got her into all kinds of trouble! And... and how come she never looked at me like that? I took a whole month off from work to make sure she wasn’t alone! I mean, I’m not saying she’s a little miss ungrateful pants, but hey, I was there first! I just... Urghhh!*

Pinkie pounded a drum with her forehoof, heaving a sigh afterwards.

*Okay... Okay, calm down, Pinkie. You watched them give each other crazy wet tongu shakes and you didn’t think anything of it at the time, so why is it making you so angry now? Are you jealous because she got hot to trot for Mahara? That never bothered you before. But you didn’t realize how serious it was before, either... Oh, sorry, I was thinking about something. What did you ask me?*

“I said, are you sure? Losing a friend has gotta be-”

“I’m sure! Two hundred and thirty six percent absolutely sure that she’s doing fine!” Her eyes casually scanned the plethora of instruments, locating the chair at the very heart of the construction. “Hey Scratch, what do you know about tongue shakes?”

“What do I know about... What?”

“You know. Two ponies put their mouths together and rub tongues. Is that a thing you like to do with friends?”

“Kissing? You’re talking about kissing, right?” Pinkie glanced back at Vinyl Scratch, finding the white horned mare’s jaw agape. “Pinkie, you’re not trying to tell me something, are you? I don’t know what you’ve heard, but you’re gonna have to get me *really* drunk if you want us to-”

“No no, that’s not...” The pink pony rubbed a hoof against her face. “I’m not talking about you and me! I mean, if you had a friend who would cook for you and sing with you and a friend who would give you sleep hugs and tongue shakes, which would you rather spend time with?”

“Okay, I think I understand. Love is a crazy thing, Pink. I know it sucks when it seems like everypony’s got that special somepony but you and that you can feel left out when a friend gets all lovey-dovey and leaves you on the sidelines. No pony wants to be in that kinda deal, but they’re not doing it to hurt you.”

“Yeah, I know... Anyway, are ya all set up? I think I remember how to get in there now.”

A boom microphone hovered a few pony lengths from the contraption. There was a recording device and an audio adjuster at Vinyl’s disposal as well. The unicorn adjusted several dials with one hoof, holding the left speaker of her headphones to her ear with the other.

“Yep, ready on this end.” Vinyl set down her headphones, brow weighing heavily against her goggles. “You’re totally sure you don’t wanna talk about this some more, though? I mean, a lot of shit went down today, and it sounds like you’ve got a lot of stuff on your mind... I guess I’m trying to say that I’m here for you if you need me.”

“Scratch, I know you mean well...” Pinkie looked over her shoulder, trying to force a smile. “And I’m really happy that you wanna make me feel better, honest! But... It’s complicated. A lot more complicated than I’m comfortable talking about. I hope you understand. Right now...” Her smile became genuine. “I just wanna make some music!”

Still grinning, though much more wildly, the pink mare crouched low against the floor, and then sprang into the air, turning mid flight so that her hooves touched the ceiling. She rebounded, aiming for an opening in the very center of her device visible only from above. She landed gracefully in the chair, bowing to her guest through the network of pipes and pulleys. Speechless, Vinyl could only stomp her forehooves appreciatively.

“Hot damn!”

Pinkie bowed, grinning, feeling along the levers and switches with her hooves. "Are you ready?!"

"We're recording! Hit it!"

For all of two minutes, Sugarcube Corner shook with the combined equivalent of an orchestral wind and procession section. At the tail end of those two minutes, Mr. Cake burst into Pinkie's room, his shouting drowned out by a drum solo.

"Pinkamena Dianne Pie, what in Celestia's name do you think you're doing?!"

An oboe made a sad, deflated noise as the pink mare stopped blowing. "I'm..." she cringed a bit as she caught a glimpse of the furious expression on the stallion's face, "making music?"

Mr. Cake stepped passed Vinyl, who seemed to be trying not to draw any attention to herself. "Today, of all days? Pinkie, what are you thinking?!"

"Oh!" She sat up straight, grinning nervously. "Well, see, Vinyl Scratch and I met a year ago and sometimes I help her make music by playing for her, so she can sample what I play and mix it into a song! She said she wanted me to build something like what I used to lure the parasprites with, so-"

"Ponyville is in mourning, Pinkie! We lost three good ponies today! Davenport was a close friend ours and your racket is really not helping me deal with this right now!"

Pinkie felt her curls starting to straighten out. "I... I'm sorry..."

"No, no it's okay Pinkie..." Mr. Cake sighed, subtly shaking his head. "I'm sorry for yelling at you. I think it would be best if you took your friend somewhere else for a few hours, though." He turned away, trotting back out of the room without shutting the door behind him.

"Welp..." The unicorn began to unplug her equipment, coiling and levitating wires back into her bag.



“Pretty much... Sorry about that, Scratch.” Pinkie slumped forward, accidentally causing a kick drum to pound. She clenched her jaw, eyes darting to the door.

“Nah, it’s alright. I should have said something. That, or I shouldn’t have set up my equipment.” The puffy black cylinder of her boom microphone floated into the duffel bag, followed by the sound of a zipper. “Well, my carriage isn’t going to swing around until sundown. Any bright ideas, or should I just wander around town until then?”

“Whaaaaaat? What kind of hostess would I be if I let my friend wander around by herself?” Pinkie slowly and carefully climbed out of the music maker, stretching her legs once she was out in the open again. “How about I introduce you to a friend of mine? She’s great, you’ll love her! She’s actually the reason I have... Hey, where’s Gummy?” Paranoia wormed its way into the pink mare. “Where’s Angel?!”

“Chill. Look.” Vinyl pointed to the corner of the room.

Angel held several cards in his paws, sitting in front of an overturned basket. On the other side of the basket, Gummy had cards of his own, holding them with his mouth.

“Oh.” Pinkie donned a grin, bouncing in place. “Okay, well, let’s get going then!”

Scratch nodded, following the pink mare to the door until Pinkie froze mid air, floating back to the floor and tip-hooving down the stairs. Mrs. Cake nodded to them as they passed through the kitchen, busy with baking. The pink mare snatched a fresh muffin off the counter and kept moving. Once outside, and after closing the front door as gently as she could manage, Pinkie’s breast swelled as she inhaled.

Scratch swiveled around, ears perked. “Did you just gasp? What’s up?”

“Oh, nothing!” The pink mare flashed a cheery smile. “I was just holding my breath.”

“What, just now?” Pinkie could imagine the unicorn squinting behind her goggles. “Why?”

“No, when we were leaving, silly! I’m trying to practice not making any noise! You never know who might be listening.”

V ^ ^ V

Seeing Zecora bound like an animal was painful for Twilight, but considering what she had just witnessed, part of her found it entirely appropriate. She wanted to be angry with the zebra. She wanted to *hate* the zebra, in fact, but above all else was an overwhelming sense of pity. Zecora’s expression was stoic, but the unicorn could see the redness of her eyes, and the damp trails in her fur were obvious when she could bear to look. Twilight had never seen Zecora cry before. She knew full well that the zebra must have shed tears in the past, but something about actually witnessing it was haunting. They made eye contact, holding each other’s gaze for several tense seconds. The unicorn pulled herself away, focusing on the orange sky.

Twilight knew that it wasn’t Zecora’s fault, but she needed somepony or something to pin the blame on. Mahara was a viable option, but as far as anyone knew, she was still dead. The uncertainty was infuriating. The fact that they had found Mahara’s journal lying out in the open when they searched Fluttershy’s cabin seemed proof enough that the red mare was dead.

*After going through so much effort to get it from the library, she wouldn’t have just left it behind.*

Beneath her mixed feelings about Zecora and her musings about the fate of Mahara, there was a sense of desperation, or even helplessness. She glanced back, past Zecora and the guards surrounding her to the pegasus at the back of the group. The cart that had been used to transport Mahara’s body was now being used to carry the two fallen guards. For the second time that day, she had watched lives come to an end, and she had been too stunned or slow to do anything to prevent it. It seemed that all she could do was watch, powerless in the face of death. Rage began to supersede all other emotions at the unfairness of it all.

*Maybe the princess can help me put some of this in perspective.*

“Princess Celestia?”

The regal alicorn turned toward Twilight, giving her full attention. “Yes, Twilight?”

“Princess, I’ve seen a lot of troubling things today... I... I think this is the first time I’ve ever seen ponies... I’ve never seen anypony... die... before today.” Celestia nodded slowly. “How do you deal with death? I’m sure that you must have a way of reassuring yourself that they died for a good cause, or something like that.”

The princess hesitated, starting and stopping several times, her lips moving without any actual words behind them. “Princess Celestia? Is something wrong?”

“Twilight... How do you see me? And be honest. I... I don’t really need a student right now.” She lowered her head, a sad smile on her muzzle. “Right now... I need a friend.”

“Princess?” Celestia nodded, her smile fading. Twilight had never seen the princess behave so timidly. She was almost too shocked to form a response. “I... Well, I look up to you. I trust you more than anypony else. I have deep admiration for your magical skill and your ability to lead. But...” Celestia tilted her head as the unicorn tried to find the appropriate phrasing. “I’ve been meaning to ask you... Why did you wait so long before intervening at Fluttershy’s cottage?”

“A lot of ponies, and probably a lot of other creatures, see me as a goddess. While it’s true that I wield immense power and my lifespan is very extensive...” Celestia paused, her gaze drifting low, not quite looking the unicorn in the eyes. “Twilight, at the end of the day, I’m just another pony. If Mahara had been the one to burst out of that cottage, I would have been prepared for that. Instead, we were confronted with Zecora. I... I just froze, Twilight. I panicked.”

The princess took a deep breath, closing her eyes. “To see that Zecora had fallen victim to the same magic that nearly destroyed my kingdom so long ago... It was absolutely horrifying. Mahara is just one mare, but her magic... It spreads, like an infection. I could see my kingdom in bloody

chaos again, hunting my own subjects for fear of contamination..." Celestia shuddered violently, her brow knitting with intensity.

"Two ponies are dead because I didn't act swiftly enough..." She opened her eyes again, glistening with the ghosts of tears. "And what if I had killed Zecora outright? Would that have made me any less guilty of letting an innocent life come to an end? Are the lives of two ponies worth the life of one zebra?"

Twilight glanced back at the zebra in question as she gave that some thought. No matter how she looked at it, Zecora was now very much responsible for two murders, at least physically. The striped mare made a fleeting moment of eye contact before casting her gaze downward.

*Celestia may feel guilty for failing to stop the carnage, but what about Zecora? Does she even want me to feel pity or sympathy for her? She was begging for death... She... she wanted Celestia to put her out of her misery... Even if she agreed to help us track down Mahara, is it right to keep her alive when the guilt and shame are making her suffer? It's already enough that we don't know what's become of Fluttershy, but... I can't bear to think about losing Zecora too!*

"Princess Celestia..."

"Twilight, spare me the formalities for now, if you will..."

"Sorry. Celestia, I don't think the lives of ponies, or any other creatures that can think and feel, should ever be weighed against one another." The regal alicorn pursed her lips in consideration while Twilight finished her thought.

"That said, while you failed to act quickly enough to save two lives at the cottage, think of the destruction Zecora may have caused if she had wandered back into Ponyville... if those guards hadn't given their lives trying to protect us, and her thirst had gone unquenched..."

"Do you see now why Mahara and her kind pose such a threat to us? Mahara is not by nature an evil pony. In fact, as you saw, under the right circumstances she can be very noble." The princess furrowed her brow, her expression darkening. "But the very principal of the magic which courses through her veins... Twilight, unrestrained, as we saw with Zecora... The risk of innocent bloodshed is too high. You may think it cruel of me to want

to seal her up again, even if she has shown compassion and bravery when it was needed most, but she *cannot* stay here. I refuse to put my subjects in such peril.”

Twilight nodded. “I understand. So will everyone else, I think.”

*I hope*, she thought to herself.

“Even though the decisions you have to make are difficult, I can say with confidence that we trust your judgment, and we are grateful for your leadership.” The unicorn felt conflicted over her last sentence. The words felt hollow and formal. Celestia looked toward Ponyville as they slowly drew nearer, her expression vacant. “And... I believe in you, Celestia. I really do.”

“Thank you, Twilight.” The alicorn glanced back at her student, a warm smile across her lips. It vanished the instant that a dry gasp drifted through the air.

Twilight turned to find that the entire procession had come to a stop. One of the guards was pulling viciously on his rope, causing it to bite into Zecora’s flesh, undoubtedly choking her. The other guards looked at one another, still tightly holding their ropes. The zebra offered no resistance, eyes closed as her body was repeatedly tugged in the direction of the malicious, armored pegasus. Celestia stepped past the unicorn, head held high.

“Cloud Burst! What is the meaning of this?!”

“Your highness; with all due respect, we should be putting this abomination in the ground, not dragging her along with us!” The pegasus coiled another loop of rope around his hoof, pulling tighter. “You should have let me finish her! She killed two of our own! Don’t try and tell me that you don’t want her dead! We all know about you and Kick-”

The princess was at his throat before he could finish, her horn pressing firmly against his windpipe. A line of damp fur ran from the corner of her eye to the underside of her jaw.

“The *last* thing I will tolerate today is deliberate disobeyal of orders.” Celestia spoke lowly and through gritted teeth, her horn shimmering

against his flesh. “My relationship with Kick-Off is irrelevant, and the fact that *you* are soiling their memory with this act of outright cruelty in their names is nothing short of disgusting. I can say without question that this goes against every ideal which they held dear. Now, you will stand down this instant, or I will *make you* stand down. *Are we clear?*”

Cloud Burst nodded, wide eyed and wordless. When the princess withdrew, he held a hoof to his throat, breast heaving.

“Zecora has been tainted by the darkness of our enemy, but make no mistake: she is still our ally, and you will all treat her with the respect and dignity she deserves. I know that none of you have experienced actual combat before, nor have you suffered the loss of your brothers and sisters in arms, but I will not tolerate another instance of such disgraceful behavior. Consider yourselves warned that should you disobey this order, you will be stripped of your rank and punished further as is deemed appropriate.”

Slowly, the procession began to move again under an uncomfortable silence. A sudden thought struck the unicorn as she looked toward the silhouette of town hall.

*Twilight Sparkle... defending an unholy abomination... Twilight parted her lips as she remembered Mahara's words. She would be disappointed, I think...*

With some effort, she managed to raise her voice.

“Prin-” the alicorn glanced curiously back at her. “Celestia, after Mahara defeated the hydra, Zecora, and a whole mob of ponies wanted to finish her off. I talked them down, because I thought it was the right thing to do, but she said that you would be disappointed to know that I had protected her when she was vulnerable.”

Twilight cast a quick glance back at Zecora, finding the zebra's ears perked, but still avoiding eye contact. She returned her attention to the princess. “Did she mean you would be disappointed because I defended a creature like her, or because I was defending her at all?”

“Quite the opposite, I'm very proud of you.” She donned a gentle smile, leaning closer to Twilight as they passed the first row of houses. “You did

what you thought was right, even when others felt you were wrong, and that is the most important thing.”

“Why would she say that, then?”

Celestia arched a brow. “She would prefer that I were a tyrant, I’m sure. It would make her look better in the long run.”

Another stretch of silence fell between them as they moved down the street. Curiosity got the better of the purple unicorn.

“Were they close to you, Celestia? The two guards...” Twilight stopped. It felt wrong to call them only by their profession in death. The princess looked down at her without turning her head. “I mean...”

A half form sound escaped her as she realized that she couldn't remember their names.

*They died protecting us... And I don't even know what their names are...  
What kind of pony am I?*

The injustice of it crushed her.

“Stormy Skies and Kick-Off...” She sighed, but Twilight couldn’t tell if it was fond or mournful. “As princess, the ponies whom I see and speak with the most are the castle staff, and also my guards. Those two...” she stopped, looking toward the orange glow of the horizon. “I’m so very old, Twilight, and I have lost many a good friend, but that does not make this the slightest bit easier to bear.” Twilight couldn’t read her expression. “I’ll miss them dearly, and the world is less without them.”

"Do you think, when we have a moment, you could tell me about them?"

Celestia smiled down at Twilight. "I think I'd like that."

A guard that Twilight had yet to put a name to softly cleared his throat. The unicorn and the alicorn turned their attention to him. “My apologies for interrupting, your highness, but what is our next course of action? We have not accomplished our primary objective. Do we begin our search?”

“As much as I’d like to extend the day to aid us, I cannot stop the sun for one pony.” Celestia paused in an intersection, Sugarcube Corner situated behind her. The sky burned a bright orange as the sun slowly descended behind the mountains. “We will resume operations in the morning. I’m fairly certain that by now, we’ve lost the element of surprise, so the best we can hope to do is learn about Fluttershy’s last location, since she was not at her cottage, according to Zecora.”

“Pinkie Pie was there before me.” Zecora’s voice maintained its powerful presence, even as she kept her eyes on the ground. “I am the one who told her to flee. Rarity accompanied Fluttershy home as well. If our query hides with her, swift action will tell.”

A few ponies were beginning to peer curiously from of their windows and doors. Zecora closed her eyes, a visible shudder passing through her.

“As much as I hate to admit it, Zecora is right.” Twilight folded back her ears, nervously tapping the ground with a forehoof. “Considering the circumstances, Pinkie and Rarity should be considered as potentially involved until we can find evidence otherwise.”

Twilight felt a hoof on her shoulder. She turned to see that it was Celestia’s.

“I know how painful it is to find reason to doubt your friends, but even bearers of the Elements can be misled if the influence is strong enough. I’m sure you remember that lesson quite well.” Celestia’s words were soft and compassionate, almost whispered. “But don’t lose hope. We still aren’t even sure that Fluttershy has done anything wrong, much less Rarity or Pinkie Pie.” The unicorn nodded slowly, and Celestia turned her attention to her entourage.

“Well everypony, as luck would have it, we’ve already arrived at our first destination. I doubt that I need to remind you to exercise discretion. We are acting on suspicion, and until we find probable cause, no force of any kind will be tolerated. Twilight, Nimbus Chaser and Sleet will accompany me. The rest of you, stand guard and be alert.”

For several moments, paranoia struck fear into Twilight’s heart. Déjà vu of approaching Fluttershy’s cottage, only to find a transformed Zecora within,



made her stomach turn. She swayed, nearly tumbling to the ground. Again, she felt Celestia's hoof, steadying her.

"Just relax. Everything is going to be fine."

The unicorn swallowed, leading the way up the stairs and hesitantly knocking on the door.

V ^ ^ V

"Well we're closed, obviously." Rarity glanced anxiously to the door as she whispered in Mahara's ear. "I don't know who it could be."

Fluttershy watched as Rarity paced on the other side of the shop, speaking as lowly as she could. That didn't matter anymore, though. The pegasus could hear just about everything: the wet sound as Rarity swallowed, the panicked beating of the unicorn's heart, Sweetie Belle humming to herself in her bedroom, the sound of fluttering wings outside, the hooves on cobblestone just outside the window, even the slow, calculated, near silent breathing of Mahara.

There were two muffled heartbeats right on the other side of the door. Both were fairly excited, but one was louder, perhaps larger than the other. She could faintly hear even more in the distance, one of them standing out against all the others. It sounded a great deal like Mahara's. She shuddered uncomfortably as she realized that it sounded a great deal like her own, as well. The pegasus winced as another burst of knocking crashed through the shop, drowning out the quiet uproar. She whimpered softly, putting her forehooves over her ears as she buried her face in the couch again.

*I just want the noise to stop... It's too much...*

The constant, rhythmic booming pounded away at her composure. She curled up as tightly as she could, but she couldn't keep the sound out.

"We'll slip out the back if it's Celestia." The sound of Mahara's delicate steps drew nearer, until she felt the warmth of Mahara's breath and the softness of her muzzle against the back of her neck. "On your hooves. There's no time to be skittish."

Fluttershy looked up from the cushion as the knocking resumed, this time accompanied by a voice.

“Rarity,” called Twilight, “this is a matter of royal urgency!”

“Are you sure your friend is at home?” Celestia’s voice was unmistakable. “Perhaps she’s helping others sort through what they salvaged.”

Mahara and Rarity exchanged nervous glances.

“Head west, to Manehattan. I’ll take a train tomorrow morning. A friend of mine has a loft there where we can stay. Try and stay out of trouble until then.” The red mare nodded, and Fluttershy slipped off the couch, following them as they quietly crossed the room.

They paused in the hallway. “No matter what they say,” Mahara warned, “you didn’t see us since this morning and you pricked yourself sewing. If she finds out that you helped us in any way...”

“You’ve made the repercussions I’ll face quite clear, Mahara.” The unicorn turned toward the door, heaving a deep sigh and holding her head proudly. “Good luck,” she whispered as she parted with them, trotting much more loudly toward the front door. “Yes yes. I’m coming, dear! No need to shout!”

The red mare led her down the hall and up the stairs, to Rarity’s room. The pair silently slipped in and shut the door behind them. Fluttershy was relieved to find that the sun had dipped low enough on the horizon that its blinding light had been reduced to an orange glow. She could hear Rarity, Twilight and Celestia talking below, but her mind was so cluttered with questions and concerns that she couldn’t devote the attention necessary actually listen. The pegasus knew that the world hadn’t somehow gotten brighter or louder between when she fell into a hypnosis induced trance and when she was brought out of it. Still the intensity of light and sound she now experienced was, at times, painfully overwhelming. Attempting to adjust to, or at least come to terms with the sensory overload was at the forefront of her thoughts.

Mahara immediately went to the window, then stopped and grabbed a mirror off of Rarity’s vanity table with a tendril. Crouching just beneath the

sill, the red mare held up the mirror and angled it toward the window. Fluttershy realized a moment later that she was using it to see who was outside.

“Everypony I didn’t want to run into is here, from the looks of it...” Mahara stepped away from the window and set the mirror back down on the table. “Twilight, Zecora, a slew of guards and Princess Celestia herself... So here’s what’s going to happen now. I’m going to distract them so you can get away. As soon as I open the-”

“Hi Twilight! Whatcha doin?” Fluttershy looked to Mahara, and then crawled toward the opposite window as the red mare waved her hoof in that direction. Pinkie Pie continued to babble at street level. “Is the princess here for a party? Oh! Hi Zecora! I was worried about you, but I’m glad to see that you’re with Twilight and Celestia now! Did you ever find Fluttershy or Mahara? Actually, I know you’re kinda mad at them and all but I really think you should reconsider! All of you!”

Mahara joined her, the red mare putting her hooves to the bottom of the window and opening it as slowly as she could. She pointed outside once it was open, and the pegasus climbed through the frame, stepping out onto the ledge circling the second floor of the boutique. The red mare followed, then came to an abrupt stop as she gazed skyward. Fluttershy also froze in a moment of terror when she noticed several guards circling high above the boutique. However, as they descended toward the other side of the building, it became obvious that they were focusing entirely on Pinkie Pie. Her excited shouts carried across the open.

“Pinkie, this is a serious matter we’re dealing with right now.” The frustration in Twilight’s voice was becoming more evident with every word. “Also we need to ask you about-”

“Twilight, please listen to me! And the rest of you as well!” Fluttershy felt both fearful for her friend, and simultaneously thankful for the risk Pinkie was taking in distracting their would-be pursuers. “It might sound a little crazy, but Mahara isn’t a bad pony!”

Mahara lowered her flank over the side of the ledge, against the roof of the building. Fluttershy watched her for a moment, and then did the same. Her body trembled as she looked down at the ground, seemingly miles below

them. When she had jumped from town hall, she was being driven by anger strong enough to overcome fear. Now, she was left to face her phobia, looking to the red earth pony next to her for support.

“Perhaps we should listen to what Pinkie has to say,” Rarity added.

“Pinkie Pie, I know that you’ve seen and heard quite a lot from her, but I ask that you believe me when I say that her presence in our kingdom will bring much more harm than good.” The pegasus felt a twang of guilt as she listened to Celestia. “If you know anything regarding the whereabouts of Fluttershy or Mahara, please, do not withhold any information.”

Together, they let go of the ledge, sliding down the roof and dropping to the grass.

*That... That wasn't so bad...*

She hadn't quite noticed it while inside, but after effortlessly making a landing that would have been difficult -even painful- back when she wasn't so heavy, Fluttershy felt alien in her own body. She took a moment to ponder that, looking up to the roof, and then at herself. Her appearance hadn't changed, and yet, she felt lighter. Or perhaps she was just stronger. She came back to reality as Mahara nudged her, motioning to the bushes.

“Well, as I was saying before Pinkie arrived, I'm afraid I've been busy processing the hydra scales I salvaged. I haven't seen Mahara since this morning. I was under the impression that she had passed on, as well...” The red mare held back a branch, allowing Fluttershy to silently slip into the bush. “You mentioned Fluttershy, though. Are you now also looking for her?”

There was a touch of sadness in the princess's voice as she replied. “Unfortunately, we cannot be sure of her innocence until we locate her. We have been to her cottage and found it empty. Zecora informed us that Pinkie Pie was there looking for Fluttershy when she arrived.”

“The beast and her follower had come and gone.” The pegasus shuddered as she followed Mahara through the brush. “But, I am confident that they cannot hide for long.”

While part of her wanted to stay and listen to the conversation, a much larger part of her wanted to run as far from Ponyville as she could.

Fortunately for that majority, that seemed to be exactly Mahara's plan. As soon as Carousel Boutique was partially obscured by a hill and a few trees, the red mare looked back at her, tilted her head toward the Everfree forest, and broke into a full gallop. While Fluttershy dreaded the thought of running, she found herself speeding up with relative ease. Her hooves pounded the earth, her mane and tail tossed by the breeze, and never once did she find herself short of breath. It wasn't long before they were crossing the road to Fillydelphia, Sweet Apple Acres lying not far beyond that. Dusk had settled over Equestria by that point, the sun now little more than a fading afterglow. A few stars twinkled in the deep purple sky.

Fluttershy slowed to a trot as they passed through the first few rows of apple trees. The red mare looked back at her, brow cocked, and then circled around to approach her.

"I um... I think you should talk to Applebloom... before we go."

"Haven't I done enough to her already?" Mahara looked over her shoulder, snorting softly. "Why should I talk to her again?"

"Why?" The pegasus felt her jaw go slack with disbelief. "Mahara! You owe her an apology!" She stomped, brow furrowed.

"I guess you're right..." The red mare sighed, turning toward the silhouette of the farm house. Every window was illuminated.

A horrible realization struck Fluttershy as they drew nearer. She had never learned of Applejack's fate. For all she knew, the Apple family might be in the process of mourning.

*Somepony would have said something. It's been hours since the attack. Rarity would have told me if Applejack... She would have heard gossip... Something! Anything! Oh... I hope she's alright...*

At that moment, she resented Mahara for putting her in such a situation. The pegasus wasn't even sure who had died in the attack. The very real possibility that ponies she had known might have become casualties, Applejack included, was almost enough to make her break down and cry.

She wanted to stop, to try and make sense of everything that had happened, but the circumstances pressed her onward. With some effort, she was able to push her frenzied thoughts into submission by focusing on the present.

Winona was making a racket within the Apple homestead. Big Macintosh slowly moved down the hall, a dry click resonating under the unrelenting barking. Mahara skirted along the wall, pausing under a window as a shadow crept along the grass. Fluttershy flattened against the wall as a pair of metal cylinders inched out of the open window, followed by a red, masculine muzzle. Big Macintosh's eyes swept across the darkness, the contours of his face illuminated by early twilight, and for once the pegasus was glad that he failed to notice her. Before meeting Lucky, he had been the stallion of her dreams; strong, dependable, noble, and certainly not the sort to cheat. She was almost sad to watch him vanish back into the house.

They rounded the corner, coming to a stop under Applebloom's window. Mahara hesitated, looking up, then to Shy, and then over her shoulder at the rows of apple trees stretching into the hills behind her. A ladder lay in the grass not far from where they stood. They didn't quite stand in silence, because the orchard was absolutely teeming with the screeching of crickets and the buzzing of insects, not to mention the rolling waves of rustling leaves. Just the same, Mahara stood there without saying a word for several minutes. Finally, she closed her eyes, took a deep breath, and lifted the ladder, propping it up against the side of the house. She swiftly ascended, peering into the warmth and uncomfortable brightness of the filly's room.

Immediately, the sound of small hooves scrambling against the floor reached Fluttershy's ears. "Ah was beginnin' to think Ah'd never see ya again." Even at a whisper, the excitement in Applebloom's voice was nearly tangible. "Didja' change yer mind? Are ya gonna make me into a *Night Child* or whatever it was ya called yerself?"

"A Child of Darkness, and no... That's not why I'm here." Mahara impulsively glanced back at Fluttershy, the pegasus nodding up at her. Her whispered voice wavered slightly. "I'm... I'm sorry. I'm sorry that I made you offers and promises that I really had no right to make." The pegasus cleared her throat, and Mahara cringed. "Also I hypnotized you. That wasn't really appropriate."

“Ah don’t care if ya hypnotized me. Ya showed me things Ah didn’t even realize about mahself. Like, Ah thought mah sis was just weird fer hangin’ around with Rainbow Dash by herself all the time, but ah get it now. Ah feel the same way ‘bout you.”

Fluttershy’s eyes widened. As those words soaked in, she understood why Mahara had been so reluctant to visit Applebloom.

The red mare’s words replayed in her mind. *Doing that just amplified what she already felt, even if she didn’t know she felt it...*

“You’re still just a filly. You have your whole life to explore your feelings and find love. Don’t make your decision now, especially not because of me.” She glanced back down at Fluttershy, hind legs shifting uncomfortably on the wooden bars.

“An’ what do ya keep lookin’-” Applebloom popped her head out of the window frame, setting her sights on Fluttershy. The pegasus looked around anxiously, backing up. “Oh. It’s ‘cause a *her*, ain’t it? Ya don’t wanna be with me cause Ah’m so young.” The filly had stopped whispering, her voice rising with anger as tears glistened in the corners of her eyes. “Ah thought you were different, Seafare. Ah thought ya didn’t care ‘bout how old Ah was! But Ah guess Ah’m jus’ too young fer you, like Ah’m too young fer everythin’ else!”

Mahara slid down the ladder, teeth clenched, tilting her head in the direction of the orchard. The heavy thump of Macintosh’s hooves came crashing up the stairs and down the hall. Applebloom turned to look back into her room as the sound of what could only be a door getting kicked open rang out through the night. Without needing any encouragement, Fluttershy was off like a shot, Mac’s furious shouting only giving her a greater need to run as fast as she could. She could hear Applebloom shouting as well, but it sounded more like pleading than rage. Mahara galloped at her side, eyes forward, ears folded back. A tree to Fluttershy’s right erupted with splinters as they entered the groves, and a sound like thunder split the air behind them.

The pegasus stumbled as a searing pain licked at her right flank. She tried to ignore it, counting the rows of trees as they blurred past on either side,

but the pain was quickly occupying her every thought. When she looked back, she found her right flank in bloody tatters, several deep gashes in the flesh just over the joint. Fluttershy tried to swallow, but her mouth had dried up the instant she realized she was wounded. Her limbs locked up and she fell forward, tumbling onto her side. Mahara skidded to a stop, rounding a tree and kneeling beside her in the cloud of dust. Macintosh was still shouting, the sound of his voice gradually getting closer.

“Okay...” the red mare whispered, putting her face to Fluttershy’s, holding her gaze. “Lesson two. Imagine the wound. Imagine it as best you can.”

Considering that the pain was keeping her from thinking about anything else, it was fairly easy for her to do so. She formed a mental image of her bloodied flank, focusing on the bleeding holes in her flesh.

“Now, remember what I did back in your cottage? How strings of muscle and skin reached across the bite that the hydra took out of me, and sort of wove together?”

The pegasus nodded. The sound of hooves was fast approaching. She tried to look, but Mahara put her hooves to the sides of Fluttershy’s face, forcing her to look into the red mare’s eyes.

“Focus on your blood. Not the cuts, not the pain. I want you to focus on your blood, and I want you to imagine it stretching across the wound, like lengths of thread. Focus as hard as you can on that image. *Believe* in it. *Make it a reality.*”

“What, there’s two a you now?! Don’t matter, put’cher hooves where Ah can see ‘em!” Mahara froze. Fluttershy whimpered. “No funny business or Ah’m gonna blow yer fuckin’ heads off!”

“Keep focusing,” the red mare whispered. “And I apologize in advance.”

“What are you-”

“The princess is looking for us, you know. If you bring us to her alive, I’m pretty sure you’ll be handsomely rewarded.” Mahara turned away before the pegasus could finish her question, her body obscuring most of Mac’s. “But do you really want to hurt Fluttershy?”



“Yer gonna try an’ seduce me again, huh? Ya didn’t learn yer lesson last time? Ah know that ain’t Fluttershy.”

“Ah, but that’s where you’re wrong.” Mahara slowly lifted a hoof to what Fluttershy assumed was her mane, and the surrounding trees took on a flickering green tint. “I know you wouldn’t want to hurt one of your sister’s best friends, so why don’t you put down the gun and we’ll negotiate.”

The stallion reared up, towering over Mahara. “Ya’ll make me sick.” His forehooves cradled a pair of gleaming metal cylinders set in a wooden frame, level with the red mare’s forehead. The green glow of her eyes danced in her warped reflection.

Neither pony moved an inch.

“How is your leg?” Mahara asked after an uncomfortable eternity, remaining perfectly still as she spoke.

Fluttershy had completely forgotten about her wound. As she looked back at her flank, she realized that her wound had forgotten her as well. There were still streaks of dried blood in her fur, but the injury itself had vanished without a trace. The pegasus could feel something under her skin, however. She pressed into her flank with a forehoof, feeling several small objects in her flesh.

“I... I think I’m okay. There’s um... there’s things... inside me....”

“I’ll teach you how to heal yourself more thoroughly later.” Macintosh remained still as a statue, but Mahara shifted her weight, keeping her head turned toward the stallion. “That’s going to have to do for now, though. Can you stand?”

Shakily, the pegasus got to her hooves. The spot was still sore, but the pain was fading fast. She nodded, then realizing that Mahara wasn’t going to turn around, whispered, “Yes. I can stand.”

“Good. Now, do you think you can run?”

"I um..." She stretched her leg, swinging over the ground several times. "I think I can run."

"Get going, then. I'll catch up."

The urge to question Mahara was strong, but she was learning to trust the red mare again. She started off into the darkness, hesitating after several paces and turning around.

"Please, please be careful. And..." She took a cautious step toward the pair, head low. "Don't hurt him. He's just trying to protect Applebloom..."

"I promise that I won't hurt him. He and I are going to have a little chat. I owe him an explanation, I guess. Now get moving. Time isn't exactly on our side."

Fluttershy managed to pull herself away from them, focusing on the next hill as her destination. Another bang tore through the sounds of the night no more than a minute after she had started running. She flinched, but she kept moving, galloping as fast as she could.

V ^ ^ V

*Ah feel... funny... 'an not funny ha-ha... Oooh... Why's everythin' so bright... Why can't Ah feel... Ah can't really feel anythin'... Hold on... What in tarnation is wrong with mah leg?*

Applejack lifted a foreleg, finding it behaving more like a noodle than a proper limb. Her senses were fuzzy at best. She could see ponies moving around her, and hear muffled voices, but nothing seemed to be sliding into focus. Her entire body was numb in the same way that a hoof might feel when it fell asleep, but the numbness in her left leg was different. She tried to move her left hoof, but it felt like there was nothing to move.

A wave of paranoia washed over her, bringing a bit of clarity with it.

"She's been in and out since I brought her here. Redheart said she was in good enough condition to give her pain medication, so she's been a little on the loopy side on the few occasions when she's come around before."

Rainbow Dash's voice was unmistakable. The dull pressure on her breast was the result of a cyan forehoof, gently sliding along her body. Other figures began to slide into focus behind her.

Twilight Sparkle, Pinkie Pie, Rarity, and a fourth face that, while familiar, took several moments to recognize all stood out against the powder blue curtain circling the bed.

"I would like to commemorate her bravery. She is exemplary to all of pony kind for the sacrifice she made today."

*Princess... Celestia? What's she doin' here? 'An where's Fluttershy?*

"Well it looks like she's awake now! Is there anypony home in there or what?" Pinkie leaned forward, over the edge of the bed, her blurry grin sparking just a bit of relief in the wounded earth pony.

"She's most certainly *in there*, dear, but she's medicated right now." Rarity kept a respectful distance, caught between watching Pinkie and making eye contact with Applejack. "I doubt she can really make sense of what we're saying."

"Ah can..." Everypony gasped, going completely silent. Dash leaned closer, smiling, but with an expression visibly burdened by concern. "Ah can understand ya'll jus' fine... Ah feel a mite off 's all... Ya didn't have ta put me in tha damn clinic."

"Does she know?" Twilight looked to the cyan pegasus, biting her lower lip. "I read that sometimes after going into shock, an injured pony might not remember-"

Rainbow Dash lifted a hoof, silencing her. "Applejack, what do you remember about fighting the hydra?"

"Besides being totally rad," Pinkie chimed in, immediately hushed by Rarity and Twilight. "Sorry."

"Ah... Ah remember..."

The orange earth pony replayed the battle in her mind; the blood, the screaming, the slashing and stabbing, the feeling of sailing through the air and the crunch that resonated through her on impacting the hydra's skull.

The last thing she could recall before her memories became too fuzzy to properly recount was the hydra biting her leg and shaking her around. She couldn't feel the leg that the hydra had bitten, numbed or otherwise. She made an effort to sit up, but the drugs in her system and the pegasus leaning over her prevented it.

Without needing to see the injury, her paranoia was immediately validated.

"No..."

"Now just calm down... You're gonna be alright. Redheart has been taking great care of you and you're expected to make a full recovery." The cyan pegasus immediately looked away, as did all the other ponies in the room. "Well... Not... Uh... Not a full, full recovery..."

Applejack tried to speak, but there were no words. A half choked sound passed between her lips as she looked to the foot of the bed, taking in what remained of her left leg with her own two eyes.

"I'm sorry..." whispered Rainbow Dash, her voice beginning to waver. "I'm so, so sorry..."

The earth pony's vision had already begun to cloud with tears, but this was her breaking point. She fell back against the bed, gasping as her fur quickly dampened with the runoff from her eyes. Her chest heaved as she sobbed uncontrollably, bandaged forehooves at her eyes, shaking her head as though denial might somehow undo the damage.

Rainbow Dash had already wrapped her forelegs around the earth pony, holding Applejack tightly as she thrashed weakly against the bed, the pegasus's muzzle against the side of her neck. "You're gonna be okay..."

"Ah ain't gonna be o' fuckin' kay! T-that damn hydra took mah... mah..." The orange mare squeezed her eyes shut, screaming in despair and fury.

"I know it's scary." The soft scratchiness of Dash's voice was joined by the warmth of her breath against Applejack's ear. "But you're gonna be okay... I'm here for you. We're all here for you."

She felt more hooves against her numbed body, opening her eyes to find the others hugging her tightly. Celestia looked on in silence, but her delicate smile spoke volumes. She turned away from the group, a pair of her guards following. In the wake of the princess, her earlier thought resurfaced.

"Where's Fluttershy?" The combined grip of everypony but Dash was lessened by her question. They exchanged worried looks. "She ain't here? Is she alright?"

"We don't know..." Twilight let go completely, taking a step back from the bed. "Pinkie Pie and Rarity were the last ponies to see her today. After the hydra was defeated, they walked her back home, and... That was the last anypony saw of her... Princess Celestia and I searched her cottage, but she's just... gone..."

Pinkie Pie and Rarity followed Twilight's example, but Dash remained at her side, holding her close, gently rocking the earth pony in her embrace. She tried to focus on the pegasus, Rainbow's touch and presence making her loss somewhat bearable.

"I'm told that there was no sign of a struggle, so you needn't perform any heroics," Rarity paused, then quietly added, "not that you're in any condition to gallop off into the countryside looking for her..."

The pink mare nodded. "Yeah, she's probably just off in a quiet place somewhere! You know how she is. Then again, after what she went through, I'd probably wanna disappear for a little while too!"

"Ah feel like ya'll ain't tellin' me tha whole story..."

"Please, Applejack, just worry about yourself for now, okay?" Dash's face shifted into her field of view, obscuring the rest of the room. A few damp trails of fur had crossed over her cheeks, slowly drying. "You and me are going to sit this one out."

“Ah reckon ya told ‘em ‘bout... us?”

“Yeah... But you were right, they’re fine with it. Even Rarity, actually. I guess she had a similar conversation with Fluttershy not too long ago.” The cyan pegasus snickered, nuzzling closer. “Never pegged her for the filly-fooling type...”

“Go figure...” Applejack managed the smallest grin, which seemed to make Rainbow Dash immeasurably happy. “So ya’ll have no idea where she is?”

The cyan pegasus’s cheer immediately vanished. “We’re all gonna go out and look for her tomorrow. Well, they’re gonna go out and look for her, anyway. They’ll have Celestia’s guards to help them search from the sky, so they don’t need me. You need me, I’m staying.”

“Dash, ya don’t have ta...”

“I do. I want to.” She kissed the orange mare on the nose, her smile returning. “I love you, Applejack.”

Somewhere in the room, Pinkie Pie began to coo, her gentle *Awwwww* making the orange mare feel awkward. She was thankful when Rarity and Twilight said their goodbyes and instructed Pinkie Pie to do the same, the sound of their hooves growing faint, punctuated by a closing door.

Applejack held Rainbow Dash’s gaze, staring deep into the maroon pools of her eyes, the corners still wet with tears. “What do we do now, sugarcube?”

“We do this one day at a time, and we take it nice and slow.”

V ^ ^ V

The moon’s pale glow softly illuminated the countryside by degrees. Fluttershy had left Sweet Apple Acres behind her, slowly navigating the edge of the Everfree forest. Rationality told her that it should have been just barely bright enough to see, and yet, she could focus on the fine details of tree bark or the swaying of individual leaves and blades of grass in the evening breeze. All around her was the sound of movement. Tiny paws scurried across the underbrush, unseen creatures exchanging unintelligible

chattering, an endless number of small, rapid heartbeats. These animals were entirely feral, their language completely dissociated from the friendly and gentle creatures she cared for. A worrying thought struck her as she made eye contact with an owl.

*What if... what if, because I'm... a monster... the birds... or any of the other animals don't want to be my friends anymore? They didn't want anything to do with Mahara. Will they hate me too?* The pegasus bit her lower lip, eyes darting as she noticed motion in the corners of her vision. *How can this be happening to me? I... I want to tell myself it's all a bad dream but... Ugh! I don't know who I should even blame for this! I mean... I know she didn't do this to me on purpose, but she should have told me the truth! She should have trusted me! And I... I shouldn't have trusted her... If she hadn't come into my life... I would still be lonely, but at least I would be safe! That night, I should have just told her to... to...*

A mouse scampered into the open several paces ahead of her. The owl from moments before swooped down, catching the mouse in its talons and carrying it off into the night. Her lower lip trembled as its panicked squeaks faded into the distance. The pegasus shut her eyes tightly, trying to dive back into her thoughts.

*I just want my life to go back to the way it used to be... I just want to be happy... Is that so much to ask? I don't want to have to run and hide... Everything is happening so fast that I... I don't know what to do! I feel like I keep making mistakes, even if I haven't done anything wrong. It feels like I'm freefalling... I'm so scared...*

The sound of snapping twigs cut into her thoughts. She flinched, shivering, expecting to see anything from Big Macintosh to Celestia to the hydra she had condemned to death come back for revenge.

In the very back of her mind, she wondered when she had started to fear the ponies she once admired.

"I didn't mean to startle you." Mahara stepped through the brush, green glowing softly. "And I'm sorry for taking so long."

Several emotions immediately welled up inside her, anger, joy and sadness competing for the right to expression. She settled on a timid smile, feeling

awkward about being happy to see her. "It's um... It's alright. I heard another bang... Are you okay? What happened?"

"There was another shell chambered. I removed the temptation."

"You... Did you hurt him?"

"I didn't break my promise." The red mare grinned, giving her a sideways glance. "Though that makes two trees with buckshot in them, I suppose." Her grin faded as she approached Fluttershy. "And on that note, we should probably get the metal out of your flank."

The pegasus nodded. She wanted to ask more about Big Macintosh, but she settled for looking around the dirt and grass at her hooves. "Should I lie down?"

"If that would be more comfortable for you."

Fluttershy nodded again, settling in a soft patch of grass under a tree. Mahara followed. Before the red mare could join her, a coyote emerged from the brush, watching them closely. The pegasus recoiled and uttered a frightened squeak, but found Mahara giggling quietly when she made frantic eye contact.

"When you can see and hear everything that hides in shadow, what evil lurks in darkness?" Mahara ran a hoof along the back of Fluttershy's neck, smiling. With a rustle, the coyote vanished into the night. "There is no reason to fear the dark. Let it embrace and protect you."

"O-okay... I'm... um... I'm not used to this..." She sniffled, looking down at the moonlit grass. "Any of this. The drinking blood, or running, or getting injured... I don't know how much more I can take... I just want to stop, or at least slow down."

"We can stop or slow down for as long as you like when we get to Manehattan. For right now though, I need you to be strong." Fluttershy felt the red mare's forelegs around her neck, hugging her tightly. "Just for a little while longer."



*She's caused me a lot of trouble, but... She does care. That has to mean something, right?*

She relaxed, just enough to feel a bit of relief, managing a fragile smile as she looked back at Mahara. "I'll try. So... How do I go about doing..." The pegasus circled her forehoof over her right flank, "...This."

"Alright. So you have an understanding of very basic healing, but to get that buckshot out of you, we're going to have to move on to lesson three." The red mare's back rippled, going still again in the blink of an eye.

"Rudimentary transformation is almost like stretching."

She turned away, allowing the pegasus to see her body in profile.

"You focus on the area of your body you want to change, and then imagine how you want to change it."

Fluttershy watched in awe when Mahara's flesh began to distort, as though a pair of tiny forelegs were pushing against her skin. Where she had cut into the red mare's tendrils earlier, a fresh pair now curled and flexed in the mottled, moon cast shadow. The pegasus tilted her head as the coils of Mahara's flesh began to intertwine, pressing tightly together in two groups until they were indistinguishable from one another. They folded against themselves, unfolding with a leathery membrane spanning from the base to the tips.

"And for my last act..."

Mahara's bat like wings folded, clutching against her body as a visible shudder ran from head to tail. A fine red dust was carried away from her by the breeze, but it wasn't until the red mare was no longer red that Fluttershy realized what she was witnessing. Mahara was shedding her entire coat, replacing it with fur the color of a peach. Her mane and tail began to frizz as well, red hairs giving way to soft curls of lavender. When her wings unfolded, the membrane had been replaced with delicate looking feathers. Smiling, Mahara gave her wings a few flaps, lifting several noses off the ground before landing quietly.

"Tadaaaa!"

The peach pegasus, formerly a red mare, gave a deep bow, grinning. With the exception of her eyes, she looked completely different. She was even a few noses shorter than she had been before the transformation.

“Mahara... What um...” The freshly transformed pegasus took a few steps closer, listening attentively. “What do you really look like? When you’re not transformed, I mean. When you were a red earth pony, was that really you? What you looked like before... um... you know... You promised me and I um... It looks like it’s so easy for you to do that...”

“I know it must be hard to believe me after everything I’ve put you through, but yes, sans the things growing out of my back, and my hairstyle, the red mare you met on the road one fine summer evening is the same red mare that found herself in a world of trouble once upon a time.”

Mahara knelt beside Fluttershy, leaning in for a gentle nuzzle. Fluttershy accepted the gesture half begrudgingly, but also half enjoying it, feeling herself calming, if only marginally. “I’m sorry. I know that you promised.”

“You have every right to be apprehensive. I’ve royally mucked things up for you, but I’m going to make everything better. Just wait and see. For now, focus on the metal in your flank.” She nodded toward the flank in question. “If pushing doesn’t work, try to imagine pulling it out.”

“Will you tell me about what your life used to be like?”

Mahara raised a brow. “Right now?” The yellow pegasus nodded. “It would be a book in its own right, I’m afraid. A chapter, at the very least.” Fluttershy gave a snort, brow furrowing. “Alright, how about when we get moving again? Manehattan is pretty far from here, if I’m remembering correctly.”

With a grin, she nodded her agreement, then turned her attention to her flank. “I thought you said you’d never been to Manehattan. That um... that’s what you told Rarity... Was that a lie?”

“Yes and no... I’ve seen it plenty of times, but physically, I’ve never set hoof there. Well... I haven’t, but at the same time, I’ve *seen* instances where I have...” She rolled her forehoof in the air, ears folding back. “It’s complicated. Anyway, concentrate.”

Despite her best efforts to imagine pulling the buckshot out of her flank, she kept finding herself distracted. The sound of shaking foliage and the constant chatter of animals and insects was a formidable distraction. The sound of her own heartbeat made her uneasy. She looked up from her flank, and back into Mahara's eyes.

"Is there a way to make it so that I can't hear everything? Like um... turning down the volume a little, maybe?"

"It's something that you'll learn how to control over time, I think. I know that isn't exactly helpful..."

"Not really, no..." She sighed, turning her attention back to the spot that felt out of place. Her gaze fell to her mane, admiring the soft cyan glow from her eyes as it washed against her silken hair. "Is there a way to make my eyes stop glowing? It probably makes us easy to spot in complete darkness."

"Yes, actually. It involves transformation though, so you might not be able to do it right away."

Fluttershy gave a nod, closing her eyes. When she had been shot, it was easy to focus because the pain was so intense. Her mind continued to wander after several failed attempts at controlling her thoughts. The pegasus held her breath until her face went red as she tried to imagine physically shove the metal out of her body. When that proved fruitless, she imagined pulling instead.

*Make an incision... Remove with tweezers... Close the wound...*

Small beads of metal shifted within her, flesh parting around the steady movement. It was an uncomfortable sensation, not quite painful, but as far from pleasant as she cared to be. Her brow wrinkled as she tried to hold her concentration. The tweezers in her imagination slipped, and the lead lost momentum. She tilted her head forward, lips pursed, craning her neck toward her flank. The buckshot regained momentum, rising to the surface of her skin. When something rolled off of her, she opened her eyes expecting to see blood. Instead, she was greeted with the sight of a glistening metal sphere. Three more were half embedded in her flesh,

coming loose as she brushed a hoof over them. They rolled harmlessly down her leg, landing in the grass.

"I... I did it..."

"You most certainly did. I was a little worried that you might not be able to handle it on your first try, but you did an excellent job." Fluttershy glanced to Mahara, the former red mare's smile bringing her comfort. "But, we really need to get going. We're going to have to do most of our traveling at night."

Fluttershy nodded, getting to her hooves. "I um... I could barely see earlier... I don't remember daylight being so bright. Can I adjust my vision, maybe?"

"One of the things that I haven't figured out how to do is adjust my vision..." Mahara took a few steps deeper into the forest, waiting patiently for Fluttershy to follow. "But maybe it's possible."

"How do you deal with it, then?"

"I don't. I'm effectively blind whenever I'm exposed to sunlight." She smiled, flicking her tail. "But when you can hear so well, it more or less balances out."

The yellow pegasus sighed softly, trotting beside Mahara as they passed between the trees. The pair moved quietly until a colony of bats fluttered by overhead, swirling off into the night sky. Mahara began to snicker. Fluttershy arched a brow in response, looking at her quizzically, but refraining from asking why. The peach pegasus answered her unasked question anyway.

"We're both geared for flight, but we're traveling on hoof instead. I think it's ironic."

"Well... I'm um... I'm too... heavy to fly..." Fluttershy began to blush, looking down in shame with splaying ears. "I tried flying earlier, when I jumped from the top floor of town hall, but all I could manage was to slow my fall. I know that I'm stronger now, but that won't... What I mean is, I don't think my wings can carry me, even if I have the strength..."

“Well you’re half right. A full body transformation is definitely too advanced for you right now, so making you lighter is out of the question. Your wings can’t carry you.” The timid pegasus whimpered to herself. Out of the corner of her eye, she noticed Mahara had slowed, and looked up at her out of confusion. “What you need to do is modify them so that they can. Think about it this way; larger birds have a larger wingspan. Celestia too. Her wings are enormous for reasons beyond aesthetics.”

The thought had occurred to her at one point, while feeding a flock of geese that had stopped to rest, but she had completely forgotten about it. Fluttershy had never taken pride in her ability to fly, unlike most pegasi, but upon realizing that she might be able to take to the air again, her spirits began to soar. Mahara smiled when she noticed the suddenly cheerful expression which the timid pegasus had adopted.

“So... transforming my wings is um...” She glanced back as she unfolded her wings, ruffling her feathers with a few gentle strokes, remaining firmly planted on the ground. “Transforming my wings is like... stretching?”

“Yes and no. The tendrils that I had before were just muscle, nerves and skin. A lot like a tongue, actually. When I turned them into wings, I also grew the appropriate bone structure to give them support.” Mahara spread her wings, stepping into profile and coming to a stop. “If your memory of wing anatomy is a little rusty, I can show you how mine are set up.”

Fluttershy stopped to wonder how exactly Mahara would show her the bone structure of her wings, cringing as she imagined the peach pegasus peeling back her skin. “No, that’s um... I remember. How do you know all of this, though?”

“When you’ve spent as much time being a voyeur as I have... It’s surprising how much you can learn watching fragments of other lives.”

“Will this hurt?”

Mahara frowned. “A little. You have to break down existing bones to grow new ones, or at least fracture them. The good news is that the magic in our blood is amazing when it comes to recycling resources. If you have the raw materials in your system, you can transform into just about anything.”

Fluttershy swallowed nervously. "I'll... I'll work on it while we're moving." Mahara nodded, and they pressed deeper.

The peering yellow eyes that would have made her tremble with fear were much less intimidating when she saw that they belonged to raccoons, possums, foxes and rabbits. Their feral nature still made her uneasy, as they often fell to savagely chasing one another once they had lost interest in Fluttershy and her companion. The coyote that had startled her earlier looked up from a fresh kill, muzzle wet and glistening. She shuddered, seeing herself standing over Rarity.

"Will you tell me about your past now?" Mahara looked back at her, one ear cocked. "Please? I... I need something to take my mind off of... everything, I guess."

"Alright... Where do I even start?"

Fluttershy watched attentively as Mahara took a deep breath, the soft green glow of her eyes vanishing behind her eyelids.

V ^ ^ V

Seeing Pinkie Pie without hearing Pinkie Pie was a novelty that Rarity wasn't entirely certain that she liked. Even a pony as cheerful and positive as Pinkie was clearly feeling the stress of recent events. The quiet was welcomed, but it seemed so out of character for the pink earth pony that she was almost inclined to tell her to start making noise.

*Almost.*

Rarity glanced out the window and into the early night, watching the last armored pegasus disappearing into the softly glowing silhouette Ponyville. Pinkie couldn't seem to keep her attention focused on anything in the room, her eyes darting, her hooves rubbing together.

The sight of their mutual friend sobbing as she fully realized how life changing her injury would be was an image that continued to haunt the pale unicorn. The lull in their conversation had only allowed her to relive the moment.

“Well...” Rarity softly began, “even though she’ll never quite be the same, Applejack is still alive. That counts for something, doesn’t it?”

“Yeah... I can’t even imagine that. It’d be weird if I could only count to three!” Pinkie flashed a fake looking smile, avoiding eye contact. “Still, I hope she can handle this alright... Maybe I’ll bake her a cake, or... Maybe I’ll write her a song! She likes songs, right?”

“I believe so...” Rarity sighed quietly, resting her head on a forehoof. “I saw your friend Vinyl Scratch during the fight. Why was she in Ponyville, anyway? What were you doing before you wandered into our little gathering?”

“I was hanging out with her! We were going to do a recording session, buuuut Mr. Cake wasn’t in the best of moods because his friend was one of the ponies that the hydra gobbled up... So we went to visit Ditzy Doo instead.”

“Your mail mare friend, yes?”

“Yep! She and I didn’t exactly get off to a great start, but we’re pretty good friends now, I think. She and Scratch got along just fine, and she even let Scratch record her playing xylophone!” Pinkie’s ears splayed slightly.

“She’s still a little shy about her eye, though... I think she still gets all self conscious with ponies she’s just met. Oh and... I heard about Aloe... I’m really sorry. Do you need a hug, maybe?”

“I’m... coming to terms with it... I’ll take a rain check on the hug, but thank you for asking, dear.”

The pink mare nodded, and an awkward silence settled over the room. After several minutes, the sound of clattering and Sweetie Belle’s voice broke the tension.

“So...” Rarity leaned forward in her seat. “You haven’t seen Fluttershy or Mahara, then?”

The pink mare grinned widely, nervously, whipping her head back and forth in a motion that Rarity assumed meant *no*. Evidently she still needed to

clarify. “Nope! Haven’t seen hair or hide or hoof of either of them! No ma’am! How about you?” She immediately resumed fidgeting.

“I haven’t seen them either, I’m afraid...” Rarity had lost track of the number of times she had checked the window, finding the darkened view of the world beyond the glass completely vacant. “I’m fairly certain that I already know the answer to this question, but Pinkie Pie... Can you keep a secret?”

Pinkie nodded in the same jittery fashion. “Uh-huh! I’m the master of secrets! What about you? I know you can be kinda gossipy! No offense.”

“None taken... And I assure you, my dear, what I’m about to tell you is for your ears only.” Rarity took a deep breath, giving the window one more look. She leaned a little farther forward, so that she could speak at a whisper. “Fluttershy and Mahara were here, but I told them to run when Twilight and Celestia arrived. Also I let both of them drink my blood.” She held up her foreleg, pointing to the freshly reformed scabs.

“I ran back to the cottage after I walked here with you and I saw everything.” Rarity wasn’t sure if she had ever heard Pinkie whisper before. In fact, Pinkie seemed to be even more paranoid than she was, frequently looking over her shoulder. “Mahara heard Zecora coming I guess because she grabbed Fluttershy and jumped out the window. What are we gonna do? Celestia is looking for them and I don’t know where they are and Mahara told me that if I tell her that I saw her or helped her that I would get in a whole lot of trouble. I don’t wanna get in trouble, Rarity. I don’t want anypony to get in trouble.”

The pale mare shook her head. “Nor do I. It would seem that we’re both very much involved in this mess, however, so if we want to continue not being in trouble, we’re going to need to do a little planning. Now, I offered to let them stay at a loft rented by a friend of mine in Manehattan, but obviously I need to be there if they’re going to make any use of it.”

“Oh!” Pinkie brightened up, starting to grin again. “I haven’t been to Manehattan since-”

“I’m sorry to say that you cannot accompany me, Pinkie Pie. It’s bad enough that I’m going to vanish when they’re expecting me to help search for Fluttershy, but if both of us were to suddenly disappear, that would raise



even more suspicion.” The pink mare nodded slowly, sinking back into her chair. “I need someone to keep an eye on Twilight and the princess for me while I’m away. I think you’re the best pony for the job.”

Pinkie’s grin tightened into a pout, crossing her forelegs. “But I promised Twilight that I’d keep Fluttershy safe. I mean I know she and Mahara are joined at the flank now but Mahara isn’t exactly the queen of making good decisions.”

“Then I believe a trade is in order. I’ll make sure Mahara doesn’t do anything foalish while she’s assisting Fluttershy, and you make sure that nopony figures out that the three of us have traveled to Manehattan. If you can, try to lead the search party astray. Make a game out of it if you like. Whatever you do, just try and keep them away from Manehattan, alright?”

“Alright, that does sound kinda fun actually.” She nodded, then immediately perked up again. “What about Sweetie Belle?”

“Sweetie Belle should be quite alright without me. She’s been staying here while our parents are out of town on one of their many vacations...” Rarity sighed softly. “But they should be returning tomorrow, so you need not worry about her.” A fluffy white cat padded into the room and Rarity added to her thought. “If you could take care of Opalescence for me, though, I would be most appreciative. I’ll only be gone for a few days, I think.”

Pinkie tilted her head, her lips twisted with confusion. “Huh... I thought that Sweetie Belle lived with...”

“Sweetie Belle doesn’t live with me, dear, you know that.” Rarity arched a brow. “You look as though this is something you just learned.”

“She’s here so much that I guess I forgot!” The pink mare giggled and shrugged. “Yeah, I don’t mind looking after your kitty. I just hope the Cakes aren’t allergic to cats.”

“I should hope not. Perhaps it would be better if you just came here to feed her and keep her company.” Her horn glowed softly, a key floating out of a nearby purse, hovering in front of the earth pony. “This is a key to the boutique. I’ll write some instructions for you on feeding Opalescence and leave them in the kitchen. Now, I’m going to go pack. I’ll be leaving by train

tomorrow morning.” The unicorn turned toward the hallway. “I trust you can see yourself out?”

“Mmhmm! But uh...” Rarity stopped, looking back at Pinkie. “Do you think this is all going to work out? I mean, Mahara is cool and all but if she’s gotta go I guess she’s gotta go... I don’t know what I’ll do if Fluttershy has to go too, though...”

“Neither do I... Let’s hope we don’t have to find out.”

V ^ ^ V

“My name was supposed to be Scarlet Petal.”

Fluttershy nodded, keeping pace with Mahara. The cool shadows of branches yawned across the path before them like fissures. Through the foliage, moonlit mountains loomed over the forest, already much closer than they had been a few hours ago. Her wings were sore from multiple failed attempts to alter them, but every so often, she would spread them as wide as she could, and then try to spread them even wider. Changing something was apparently much more complicated than fixing something.

“That’s what my mother told me, anyway. She and my father supposedly got into a huge argument about what to name me. As members of the royal court, my father believed that my name should be one word, and that it should be regal. He was willing to compromise for Scarlet, but my mother refused to part with Petal, seeing that the family trade was gardening, and my name should reflect such. After about a week of arguing, they consulted a reference book on flowers.

“My name, Mahara, is the name of a very rare, now likely extinct flower that was once native to the kingdom of the Zebra. The flower itself resembles a rose, but its thorns are much sharper, and more importantly, they’re hollow. The Mahara flower has white petals until someone or something pricks themselves on those thorns, at which point the flower draws blood. Once it has drawn blood, the petals turn red, and it is ready to pollinate.

“I don’t believe in fate, but a coincidence on that scale makes it hard to dismiss. While I was sealed away, I tried to look back to see if there were

other outcomes to their argument, but I could never focus enough to find out. Perhaps that's for the best.

"Discounting the prestige surrounding my family, my life was fairly ordinary. Under the loving care of my parents, the royal garden was supposedly a wonder of the world, but to me, it was just a place to play and learn. I spent my early days pulling beetles off of leaves and learning how to nurture plants of all kinds. I spent almost all of my time there, preferring the songs of birds to the rhymes of other fillies.

"But..."

Mahara slowed, her wings unfolding slightly. Fluttershy cocked her head, watching with curiosity, eager to hear more. In that moment, she stretched her wings, imagining them growing larger, envisioning the necessary changes to bone and tissue structure. She felt them cramp, and whimpered with defeat.

"There was one pony that caught my attention. I didn't start seeing her until I was older, when I would go around in the early morning with my father to feed and water the garden. The first time I saw her, there was a light mist hanging over the grass and swirling off the leaves. The moon was just vanishing over the horizon, the sun little more than a gentle glow on the opposite end of the sky, and the last stars were bidding their twinkling farewells. She stood out against the fog like a statue of obsidian, with her ethereal mane flowing out behind her. I was in awe, and yet, I was too shy to look this magnificent mare in the eyes as she passed us by, silent as a ghost.

*"That's Princess Luna, my father told me when I finally asked about her. She's very fond of the garden. I bet she likes to watch the sunrise from here while she's finished guiding the moon for the evening."*

"I had a beautiful name to put to the beautiful mare, and knowing that she was one of the most important ponies in the kingdom and that someday the garden she loved would become my responsibility... I began to take the family trade very seriously after that. I suppose I wanted to impress her, or at least ensure that her favorite place remained special to her.

“The royal garden was massive, but my mother and father managed it all by themselves somehow. I still didn’t have my cutie mark, but I was determined to learn and help them however I could in hopes of attaining their level of skill. My father said that I was still too young to do anything more than watch and learn, but my mother admired my spirit, and gave me a small, vacant plot where they had planned to grow roses.”

“Earth ponies are supposed to be adept at trades involving plants, but for two years, nothing bloomed in that plot. I spent all of my free time trying to change the acidity of the soil and ensure there were enough minerals and enough water, or that there were no parasites that were mysteriously robbing my rose bush of the ability to bloom. My mother told me to keep trying, but I could see that my inability to produce proper roses was troubling to my father. I began to lose hope.

“It was another misty morning on the day that my luck finally changed. Before my father had the cart loaded up, I checked on my plot, and found that somepony was already there. My heart skipped a beat when I realized that Princess Luna was standing beside my failure of a rose bush. She noticed me and smiled, slowly passing through the mist.

*“We admit that, for a time, we were concerned that thou did’st lack the skill of thine parents, but now, she said as she looked back at the bush, we can see quite clearly that thou has’t great potential.”*

Fluttershy started to giggle, at which point Mahara paused, giving her a grinning, sideways glance. “I’m sorry. It’s just... She didn’t say all this in her *royal Canterlot* voice, did she? The first time I heard her speak like that, it was terrifying.” The timid pegasus blushed, looking down. “It still is, a little bit.”

“Goodness no. Maybe she was being considerate, or maybe she only used that voice for crowds, but she spoke to me at a tolerable volume.”

Fluttershy nodded, and Mahara turned her attention forward, continuing her story.

“Anyway, I was confused, so I asked her what she meant. She merely smiled, spread her wings, and gave one single flap. The mist yawned away from us, revealing the white roses which had been previously hidden.

"We anticipate great things from thee, and we are confident that thou shalt not disappoint. The talent runs in thy blood.

"And with nothing further but a smile, she left on an air of grace, returning to the palace. I was speechless. She had complimented my work. I was so stunned that I didn't even notice that I had finally gotten my cutie mark, but my father was quick to bring it to my attention when I had rejoined him."

"But I haven't seen your cutie mark," Fluttershy quietly stated. "What happened to it?"

"As you well know, one cannot simply magic a cutie mark into being. In addition to my eyes, I cannot change the mark on my flanks into whatever I desire. However, it *is* possible to hide a cutie mark, at least with this sort of transformative magic. I've just been keeping it concealed all this time."

"May I um... May I see it?"

Mahara nodded, her flanks shuddering and going still again in the blink of an eye. A black line was the first shape to fade in against the peach of her coat, topped off by white ovals that overlapped one another. The line became more defined, resembling a stem as small black thorns curled away from it, and the ovals took on the shapes of petals. When the transformation had ceased, a single white rose adorned her flanks.

"It's very pretty..." The pegasus leaned closer in admiration. "I don't see why you would want to hide that from anypony."

"I figured that I would be able to remain undetected for just a bit longer if ponies couldn't identify me by my mark... I'm sorry that I didn't show you sooner..."

"I understand. You didn't want me to see it and then ask where it went if we were in public." Fluttershy shook her head with a short, quiet laugh. "You really made things complicated for yourself, you know..."

"Yes, well... I didn't realize that I could have been upfront about it with you... And I'm still not entirely sure that being honest would have gone as smoothly as you say."

“You would have had to spend a little time talking me into it, but really, I don’t think I would have told you no. And...” A pleasant chill ran down Fluttershy’s spine, her feathers ruffling impulsively. “After feeling how gentle you were the first time... I would have been much more willing the next time.”

The peach pegasus glanced back at her, a timid smile on her lips, slowing down until she was moving at the same pace, side by side with Fluttershy.

“Do you think I’m a bad pony?” Mahara’s voice was so small that the yellow pegasus scarcely recognized it. “I honestly expected you to seal me back up after you accidentally brought me back to life. I was prepared to accept your punishment. I would have showed you the ritual and everything...”

The blinking green lights of several fireflies hovered lazily around them.

“We all make mistakes. It’s unfortunate that the mistakes you made had very um... very severe consequences, but... I don’t think you’re a bad pony. It was silly of you to try and hide who and what you really are, but I understand why you did what you did. You didn’t want to scare me. You thought that if I knew the truth, I would reject you. I just... I wish you had trusted me, like I trusted you.”

“Do you still trust me?”

“I’m trying to... but I’m angry about how things have come to pass. Everything could have been so much different if you had just opened up to me like I opened up to you... You did save my life, though... And you’ve been doing your best to keep me safe since then... I just want you to try and think things through more carefully before you act, and to stop lying. Your lying is what got us into this mess to begin with.”

“I know... For you, I’ll try.”

“Not just for me. For both of us.”

Mahara nodded in agreement. “For both of us, then. And... I’m sorry.”

“For what?”

“For everything. I should have just stayed away from you.”

*Yes... Yes, you should have... Everything that has happened is your fault... So why do I still have these feelings for you? I thought Rarity hated me, I was still coming out of depression... I was desperate and lonely. I needed something then, but now...*

*What's holding me to you now? Fear? I'm not afraid of turning myself in to Celestia, I'm only running because you want me to run... Do I just want to avoid hurting your feelings, even if it inconveniences me? It can't be that simple... I've never wanted another mare before I met you. I don't think I want another mare, either, so what is it about you that I can't get away from? Is this what I wanted, but I didn't realize that I wanted it? Something dangerous? Something unpredictable?*

“No... No, I'm glad that I met you... I just haven't quite figured out why...”