

# Darkness Descends

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# Chapter 1

*Urgent.... Urgent... gotta go faster...* the grey mail pegasus repeated over and over in her head, not wasting the breath to repeat herself out loud. *Faster... faster... oh Celestia, must go faster.* Her mind raced and her heart pounded as the nighttime landscape peeled away below her. The crack of thunder overhead took her back and slowly she circled to a place she could land. It was the Everfree Forest, not a place for the faint of heart but Ditzzy had a mission and nothing was going to stop her.

"Neither rain, nor snow, nor hundred headed hydras will stay this messenger from her appointed rounds!" she called up at the storm with a little grin and flick of her tail before continuing at a trot. She could pace herself, go all night if she had to. Celestia was counting on her, it had to be fast and it had to be secret. *Keep low, don't fly in a straight line, keep to the trees, stay away from homes and farms.* She repeated the princess' orders over and over again to drill them into her head. Sure she got lost often but not going in a straight line was her specialty. As she walked her mind wandered, hooves moving on their own while her eyes did their little drifting thing.

The day had been interesting. Waking up early to tuck into a fresh muffin before her usual rounds when that little purple dragon had come running up with a scroll for one 'Ditzzy Doo, Pegasus', a scroll with the royal seal.

*To Ms. Ditzzy Doo,  
I, Princess Celestia, request your immediate presence at the palace of Canterlot for a matter of great importance. Please don't delay, the fate of all Equestria rests on your hooves.*

*Your princess,  
Celestia*

Naturally she had coated the surface of the cafe's table with choked on muffin crumbs, as soon as her breath was back she quickly dropped her coins and left. No sense in keeping a princess waiting.

In Canterlot, the princess had a lot to say. Celestia knew a thing or two about what was going on in Equestria but the information she gave the young pegasus was frightening to say the least. The princess penned a note and explained that her student, Twilight Sparkle, must be told about the oncoming evil and given an old book which would help her unravel this problem before it was too late. Celestia explained that it was too old and fragile to be sent via Spike the dragon and that the magic way might not be safe, it could only be delivered by hoof. It puffed Ditzzy up with pride that the princess had chosen her. She never considered herself anything special but the princess pointed out that she had placed fourth in the 'Best Young Fliers' competition, she never lost a package and always managed to deliver on time. With that kind of ego boost, who wouldn't shoot for the stars.

Ditzzy's trot picked up just thinking about the importance of this particular mission. She could see the headlines. 'Dependable Mail Pony Saves Equestria' or 'Ditzzy Doo Honored For Service To The Crown' *i may never have to pay for a muffin again!* She thought with excitement.

She let out a giddy giggle and bounced on her hooves more than she had before but a long and drawn out and very evil chuckle made her freeze in her tracks. "I-interfering with the mail... i-is an arrestable offense..." she gulped as the laughter seemed to come from every side. A quick glance upwards and she could see the outline of a net in the trees. "Oh Muffins..." she managed to mumble before the net fell and the shadows closed in around her.

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Twilight Sparkle had paced back and forth in her study for hours now, it was beginning to worry her assistant. "Come on Twilight... take a break... I'm sure the princess-" Spike began but was sharply cut off by the purple unicorn.

"I'm sure the princess didn't mean to send a letter with three lines about an ancient evil and the rest be a blot of spilled ink..." Twilight let out a long sigh. "I'm sorry Spike but I'm getting really worried... this isn't like the princess at all... should we tell the others?"

Spike rolled his eyes. "I told you to do that right from the start..." A glare from Twilight sent the young dragon out the door with a grumble to collect everyone who might be able to figure this out.

It was hours later and the conversations had turned into an argument as to whether or not it would be prudent to charge headlong into the problem. The argument mounted in pitch before the usually reserved Fluttershy gasped loud enough to catch everyone's attention.

An all too familiar dark cloud swirled in beneath the door, starlight glinting in the inky blackness before it solidified and took shape.

"P-princess Luna?" Twilight stood with her mouth open as everypony quickly bowed as best they could.

"No! No please... don't bow!" She looked distraught, her crown on lopsided and her mane all in tangles. It was the most the moon princess had said to the group of ponies since her transformation from Nightmare Moon. "I need ponies I can trust... I'm just lost without Celestia..."

it was Applejack who mustered her courage first. "somethin' happened to the princess?" She got to her hooves and grit her teeth in determination.

"It was terrible..." Luna sniffed, tears brimming in her eyes.

"What happened to the princess?" Twilight stepped forward and touched a hoof softly to Luna's side.

"They took her, little monsters! Celestia called them goblins. A cloud circled around the castle, the guards were thrown around like butterflies in the wind! These creatures jumped up from everywhere and grabbed her. There was a puff of smoke and they were gone... the castle is in an uproar... all Canterlot is close to rioting." She babbled between tears, the other ponies slowly looking to each other. "I don't know what to do... none of our messages are leaving the city now... Celestia dispatched a friend of yours with a package... but... she said it never arrived..."

Rainbow Dash piped up, "Yeah... Ditzzy asked Cloudkicker to take over her mail route today, something about it being urgent... she... hasn't checked into work since..." Dash looked at her friends and shrugged, "I

only know because I've had to pick up Cloudkicker's shift on weather duty to make up for it."

Luna gave another nod and slumped back onto her haunches. "She had a book... sister said it was important it get to you, Twilight... but now it's lost... and... and we can see the smoke rising all over..." the princess shuddered and her gaze fell to the floor. "Equestria is burning..."

Each pony raised her voice in support. From the meek Fluttershy to the uncontrollable ball of fury that was Rainbow Dash, who had to be held in place to stop her from surging off to battle overwhelming odds all on her own. The show of friendship made Luna smile little by little.

"Oh thank you, thank you ponies..." The princess spoke warmly, relief flooding her still young face. "But what could we do?"

"Sounds to me like y'all better raise the banner..." all eyes, even those of the princess turned to Applejack. "Granny Smith is always talkin about her Grandpappy and how he rode out with the old regiments to push the ogres back past our borders."

"You mean fight? Equestria has been at peace for so long i doubt anypony could fight if they wanted to. how do you expect us to stop this invasion?" Rarity glanced between the princess and Applejack, her nervousness radiating all the more.

"Everypony has to do their part!" Pinkie Pie gave a nod and crossed her hooves over her chest. "I don't like fighting, it's the total opposite of partying but if there's no Equestria then there won't be anypony left to party and that's not fun at all."

"I agree!" came a firm reply before Fluttershy squeaked and tried to make herself look small. "These goblins don't sound friendly at all. If they could kidnap someone like Celestia, they could do all sorts of terrible things..."

Twilight Sparkle looked to the princess and carefully offered her a hoof to help her stand again. "You can count on us, Princess Luna!"

"Then i name you, Applejack, my top general here in Ponyville." Luna smiled more.

Applejack looked down and blushed nervously. "Well that's mighty kind of ya Princess but I'm not what you would call an 'idea pony' I think Twilight here would be a better choice."

"Then it's settled, Twilight Sparkle I give you the rank of General. You are my sister's prized pupil, that has to count for something. Feel free to name your captains and do what you feel is necessary... Celestia has faith in you and your friends so I do too..."

Twilight gulped and looked at her friends, the responsibility already starting to weigh on her shoulders but she took a breath and nodded. "Lets win this one for Celestia."

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The next few days were hard, Twilight admired Rarity's work in the mirror *it doesn't say anywhere that an officer must look shabby* she had said, working all night to craft uniforms for everypony. Stunning emerald piped in gold with Celestia's crest upon one flank and her own cutie mark upon the other. But now it was all falling into place. She opened the door to her simple library and began the slow walk ahead of her.

No pony spoke as she walked down the street to the square. Every face was stern and worried. Twilight tried her best not to show that she was even more concerned. The princess had slipped back to the capitol to assemble her own guards and to muster what force could be managed after the hundred and fifty year long peace.

"Yer lookin mighty regal there, sugarcube." Applejack came into step beside Twilight and winked, Twilight smiled just a little and spoke without turning her head, all eyes were still on her.

"You're not too bad yourself... Captain." she added and Applejack puffed out her chest a little more. Her uniform shone out the same deep green though along her sides was an older crest in place of her cutie mark, it was a pair of swords crossed surrounded by small apples of every

color, *for my Grandpappy*, she had explained. "Have any recruits yet?" Twilight prompted.

"More than we can suit up, Twi... everypony wants to do this, for the princess..." the cowgirl pony couldn't help but beam with pride "Big Mac is drillin the troops with a bunch a kickin' dummies we set up out by the farm. Even Pinkie Pie baked up a few batches of these things she calls 'throwin' cupcakes' hard as a rock and just as heavy. I tells ya, when Equestria gets riled up, no pony is a coward... Rarity and her girls are gonna be sewing vests fer days."

Twilight too let a little hope into her heart as overhead a flight of pegasus ponies practiced formation flying under the supervision of Captain Dash, each a streak of royal blue in the sky. "Pinkie baking food or weapons apparently, Rarity making uniforms, everypony pitching in in their own way... we just might be able to make a difference..."

Twilight turned the final stretch towards the townhall when a strange pony stopped her in her path. He wore a long cloak and looked like he had been traveling. "General..." he gave a stiff bow before a soft orange glow circled the edge of his cloak and the unicorn revealed himself. A short cropped brown mane and deep rust orange hide crossed with a few old scars. He looked like the old etchings in Twilight's books of fighting ponies or knights of olden times. Applejack took a step forward, ready to get between Twi and the mysterious pony. "I am Lancer, ranger of the crown... at your humble service, Lady Twilight... and now I must ask you when you have last heard anything from your messenger."

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deep in the Everfree Forest a pony was waking, but for the first time in her life she wished she wasn't. Every part of her body ached and stung where the whips or rods of her captors had left their mark. Her eyes were dry and her throat worse. It had been two days since her last mouthful of stagnant water and the muffin she barely finished in Ponyville had long ago been thrown up. When she mentioned hunger to her captors she had received a mouthful of half cooked animal flesh with force. No pony could keep their breakfast down after the smell of that in their face.



"Awake Pony?" Her captor spat the word and grabbed her cheeks, squeezing and splitting her bruised lip all the more. "Good we begin again..." It hissed at her and left Ditzzy to tremble, and blink at her surroundings. Storm clouds blotted out the sun, it was so dark she didn't know if it was nighttime or somehow magical.

"Why you have book pony!?" Her head snapped sharply to the side as she was struck, it was so hard to tell where pain came from now, she barely reacted. She had long ago sobbed her tears but nothing it could do would make her speak.

"I'm just a mail pony..." she breathed, relaxing and letting her eyes drift again, hopefully the spiteful creature would just stop asking.

"Book is magic! Book is special!" It spat at her and struck again, Ditzzy felt it this time, the creatures were definitely getting angry. "Why no writings in book!?"

the first time she had heard that the book was blank, it nearly broke her heart, had she been trusted as a decoy while the real book was given to an even better pegasus? She put her trust in Celestia and from where she was tied, it looked like she'd been betrayed.

"I told you... I'm just a mail pony... I don't read the mail... I deliver..." she mumbled and the creature grit it's yellow teeth, it pulled back and struck, it's little claws digging against her cheek and drawing fresh blood.

This time Ditzzy let out a shriek and shut her eyes tight, her whole body trembled as the creature shook the life back into his clawed hand. "I come back later, pony, and pony talks or pony loses pretty feathers... one by one." it gave her a sick grin and shambled off towards the sound of their camp.

Ditzzy didn't know where she found the tears to start crying but it was nice to know she still felt something even if it was heart wrenching fear. *Celestia, please let me live through this...*

Lancer picked his way carefully through the woods. He was a master of being quiet and unseen. Last in a long line of rangers, living on the edge of pony society and just watching the borders and dark places. It was he

who first discovered the stirrings of Nightmare Moon at the ruined temple. This time however he missed all the signs, it had come so quickly. Now the woods seemed to harbor a goblin in every shadow, they crawled up from the cracks in the earth in limitless waves.

The goblins must have had help, someone to direct them, someone to lead the charge. His eyes glanced at the thick clouds, obscuring even the stars. Earlier today the sun had sunk back into night before it had even become midday. It was so dim beneath the trees he almost missed the first goblin who stood guard, a short creature with warty black skin and darting red eyes. It's appearance was one of evil in two legged form, a twisted perversion of life itself.

Lancer concentrated, holding back his disgust as he slowly lifted a sizable stone and with force let it fly at the goblin. It was practiced skill that let his blow land silently but brutally on his target. Leaving the effect of his work behind, he slipped past the perimeter and into the camp. They were busy at their crackling fire, the smell of roasting flesh made the stealthy pony sick to his stomach but he pressed on, slipping between trees and tents he made his way to the largest tent. He made sure that he wasn't followed before ducking within to retrieve what he came for.

Celestia's tome rested on a broad stump along with the courier's saddlebag and both were snapped up quickly. It took a shriek of pain to draw the ranger's attention. Behind the tent someone was being subjected to intense suffering. He cringed and looked at the book he clutched, it was what he came for. The book and nothing else. A second scream pierced the night, accompanied by the goblins' perverse laughter. He whispered a soft apology to Celestia before he circled behind the tent and readied himself.

Ditzy screamed as another flight feather was pulled from her wing. She was sure that by now she had proved beyond a shadow of a doubt that she wasn't talking but it didn't matter anymore, they weren't even asking any questions. She was surprised that she was even still conscious but her eyes fluttered open gradually to see a figure creeping up behind her torturers. His eyes flashed with crackling magic and his horn began to glow. All Ditzy could do was smile broadly, "thank Celestia..." she croaked hoarsely and again slumped in her bindings.

Everything was growing too dark to see but Ditzzy flicked her tail in appreciation every time she heard hoofs meet flesh. She knew she was grinning and it wasn't right to feel this much enjoyment from the suffering of others but these things had it coming. "keep still as i cut the ropes... we have been silent, we should still be able to flee."

the voice in her ear was dark and deep, his breath hot against her ear and it sent a shiver of new feeling down her spine. She never thought she'd live out the day let alone have a stallion whispering in her ear. *Today is going to be a good day after all...* she mused to herself before the last rope supporting her gave and she slumped onto her shaking hooves. "C-can't... walk..." She squeaked but it didn't matter, already a warm magical glow was swirling around her and she was lifted up atop his shoulders.

"Hold best you can... I will not let you fall." His voice made her tremble again and she gripped him around the neck carefully, holding on before the stallion burst from the clearing. His hooves pounding the earth as trees whipped by on all sides. They were past the edge of the darkest part of the forest by the time a call was raised and it made Ditzzy's smile broader, she had cheated the spectre of death and even got to press herself against a handsome stallion. She let her red rimmed eyes open again and smiled as they slowly drifted, mirroring the slow drifting of her thoughts to anyplace but the monster's camp.

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"She will not let it go, no matter who asks..." Lancer walked in step beside Twilight as the pair approached the now much expanded hospital. Nurses were preparing for the worst, lecturing ponies on how to tie bandages and set broken bones. The town would have a lot more doctors when this day was over. "as soon as she regained consciousness she grabbed the book... and she will not relinquish it."

Lancer bowed and swept the tent's flap aside to reveal the makeshift bed with a sad sight upon it. "Oh Ditzzy..." Twilight dropped the mantle of general and rushed to her friend's side. The mail pony looked up and smiled her usual little smile.

"Special delivery... Rush package from Canterlot for Twilight Sparkle..." Twilight chuckled and carefully accepted the book. "Neither

storms, nor blackest night... nor torture, nor spectre of death... shall keep me from my rounds..." She spoke soft and Twilight nudged her cheek with tears in her eyes. "But... looks like the book is blank... they were really mad they couldn't read it."

Twilight blinked some and looked at Lancer who seemed just as puzzled. The ranger carefully removed the princess' note from Ditzzy's saddlebag which rested at her bedside. Carefully he unrolled it and stared puzzled at the scroll.

"Blank as well... This is unlike the Princess... Why send this courier on a foal's errand?" Lancer looked down at the pegasus before Ditzzy's eyes shot open wider.

"The Princess! She said that the letter and book were for Twilight and no other pony and that I would know what that meant! Maybe... Maybe only she can read the note!" Ditzzy looked expectantly as the blank parchment was carefully handed over to Twilight. The warm glow of Celestia's magic spread over the page and her writing floated into view.

"My dear student, Twilight Sparkle," Twilight cleared her throat and read on. "If you have possession of this letter and the accompanying book then we all owe a debt of gratitude to Ditzzy Doo for her bravery. Please ensure her dedication to duty does not go unrewarded." Twilight smiled at the grey pegasus who's eyes overflowed in tears. "The book is penned for the eyes of ponykind alone and will reveal its secrets to you Twilight. Make haste and use this knowledge to its fullest. We are all counting on you. Princess Celestia."

"It seems we all owe you thanks," Lancer spoke with a little smile.

"Thank you... Now rest, please... You've been through more than anypony should have to face..." Twilight smiled and carefully moved a pillow closer so Ditzzy could rest her head, the mail pony finally letting go and slipping into a peaceful slumber.

"She would not give in... Duty to one's friends... to one's homeland..." Lancer began as he stood at Twilight's side. "It is one thing to love your world and its values... but it takes a true heart, a pure heart... to be willing

to die for them... our dear courier, i believe, would have taken the book's secret to the grave had I not arrived."

Twilight looked at the heavy bound tome and then back to the mysterious ranger. "Lancer... assemble my friends... This book nearly cost a pony's life for it to reach me and i have a lot of questions for you..."

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The library had become a safe spot to organize away from prying eyes and the ponies assembled didn't want what went on in this room to be seen by anypony.

"What in tarnation does a ranger do?" Applejack let herself rest for the first time since she pulled together the regiment. "Beside watch stuff like y'all said earlier."

Lancer looked at the assembled ponies, "The princess has need for information. Many dark things and dark places she can not see... What Celestia desires most is peace and so she has spread the borders of Equestria from the northern mountains to the southern plains... From the roaring coast in the west to the ancient forests in the east. Borders that broad need a special guard. A pony who is trained from birth to watch for the signs and do the little secret things which must be done in the name of peace. We are few and far between, I have not seen my brethren in many summers." No pony dared ask what the secret things he did were. His hooves were shod in thick iron and he looked like he'd seen his fair share of fights.

Twilight turned the heavy book towards her and used her magic to flip the cover open. Slowly like ivy crawling over a stone the words on the pages reappeared, bright and livid along the parchment. "Within this tome are tales for no pony who is faint of heart, the pages enchanted for the eyes of ponyfolk alone for it was ponyfolk who turned the tide and banished the evil back from whence it came." Twilight read aloud and her friends huddled in closer. She flipped to the first page and more images began to creep over the pages.

"Long ago, before the coming of the sisters of sun and moon, before there was a land called Equestria. The world was ruled by darkness. A

great powerful force which bred countless monsters. goblins and nameless horrors from the darkest places crawled under a cloud filled sky through which no sunlight shone. Earth ponies toiled under the lash, living and dying as beasts of burden." the group shuddered as Twilight read on. "Earth ponies grew strong for only those who were hardy, survived. Into the world of darkness was born a white foal who was brighter than her fellows though not as strong. She found she was able to see the ebb and flow of energies of the natural world. In secret, this pony worked to harness the magic of the world with her closest of friends. The goblins could neither see nor use the magic themselves so the pair was left alone. As she learned she discovered a horn had grown mighty from her forehead. She became the first unicorn and using her new found power freed the earth ponies who toiled unending in the dark." Everypony sat awestruck, this was a tale that nopony had heard before.

"The first unicorn helped others discover their own magic, the power they held within but it was not enough to defeat the monsters that fought their way across the world. For years she crusaded to free ponies from their slavery always with her brash companion at her side. It was chance one day that their battle took them to the edge of the lands and there on the coast of the southern sea, as if sent by the heavens themselves, a single ray of golden sun shone through the mire in the clouds and the goblins they fought were rendered to dust."

"That explains the clouds... and the capture of the princess... whoever controls these beasts seeks utter darkness..." Lancer spoke slowly before urging Twilight to read further.

"Beings of shadow as they were, the pure light of the sun would destroy them. The unicorn used her power, every ounce of strength and blessed her best of friends with wings. She became the first pegasus, mistress of the sky with the ability to push back the clouds. Slowly from coast to coast the sunlight was restored to the world below. In a final confrontation over the cracked earth which would become the Everfree Forest, the last of the goblins were pushed back into the shadows of the earth to be sealed in darkness for all time. The land was freed and the two friends worked tirelessly to bring life where there was only death." Twilight's cheeks turned a little red as she stumbled over the next words in the old book. "The love between pegasus and unicorn was overshadowed only by the love of their land and the ponies they had fought to save. Realizing that

the power they heald was too great for any two ponies to hold, they summoned the last of their power and gave themselves to the world, forming the tribes of pegasus and unicorn. From their love and sacrifice the stars blessed the world with a pair of foals, the culmination of all ponies, blessed with the horn of magic, the wings of the pegasus and the endurance of soul of the earth pony they had descended from. They would one day surpass the accomplishments of their parents and become the princesses of sun and moon, ensuring peace and tranquility for all the lands below them."

it was Dash who broke the silence, "So... they were both girls?...." she trailed off, completely missing the point as usual, "Cool." she finally grinned. As the rest of the party rolled their eyes.

"Dash, stop daydreaming... you and the rest of the air regiment need to clear the skies!" Rarity piped up, looking about at the still stunned ponies. "well what are you all waiting for?"

"Let's do it!" Pinkie bounced in the air, all her enthusiasm focused on their victory.

The reserved ranger cracked a smile and gave a slow nod. "Upon your order, General... It shall be done."

Twilight looked at all her friends, despite the spectre of looming war and the possibility that they would not see each other again, each was smiling. Everypony was ready to do what had to be done, in the name of Equestria... in the name of peace... in the name of friendship and even of love... "I don't deserve to have friends like you..." She began softly. "I'm so scared, the responsibility is so heavy."

"I'd be lyin if I told ya I wasn't scared senseless, Twi..." Applejack chuckled. "But this is about more than six ponies and a young dragon being scared of fightin'... the whole world is at stake..." All eyes turned to the cowgirl pony as she placed a hoof on the table. "I have a little sister who is gonna grow up to be a pretty filly one day and I'd rather be dead than see her grow up in a world as terrible as it says in that there book..."

"I'd sooner chop off my name than see Sweetie Belle subjected to those horrors..." Rarity chimed in as well. Which earned a nod from each pony.

Twilight gave a nod and took a breath. "Get everypony you can to the square, it's about time I addressed the troops..." She gave a weak smile and everypony slipped out to prepare.

The speech would become the stuff of legend. No pony forgot where they were on the day that Twilight Sparkle addressed the crowd gathered in the center of Ponyville.

"We have a great task laid at our hooves, the fate of our homes and our very lives hangs in the balance. The goblins from ancient times have returned as vengeful as ever and seek nothing but to cover the lands in darkness forever and make every living pony their slave. Everypony has worked their hardest to prepare but now it's time. Tomorrow we march into the Everfree Forest to drive the menace back. The earth ponies and unicorns on the ground and the pegasus ponies pushing back the clouds and battling the magic storms which guard the monsters from above. Even the dragon who Fluttershy sent packing will be with us! We must win! We must stop this evil from covering our whole world!" a cheer came up from the braver ponies and it spurred Twilight onward. "For our Families! For our Friends! For Equestria! And for our FREEDOM!" she reared on her hind legs and the cheer rose again, no pony held their voices back and for a moment Twilight thought that perhaps she had overdone it but seeing the brave and determined faces of her friends and everypony from Ponyville, she realized that she had given them the spark they needed.



# Chapter 2

Princess Luna stood before her long mirror and tried to hide the trembling in her body. Her moon hung heavy in the sky, unmoving in night eternal so long as her sister was spirited away.

"I beg you to reconsider, princess... your power is too precious to be wasted on the front." The captain of the royal guard stepped carefully to her side. "I have sworn an oath to Princess Celestia that no harm shall come to you as long as I draw breath as have the other Praetorian guard."

"Captain I appreciate your loyalty..." Luna began as slowly she levitated and buckled the various pieces of her bright silver armour into place. "But the moment they touched my sister, this became personal... I will not sit idle while Equestria is razed around me! Word has been dispatched on swift wings to every city in Equestria! The armies shall be raised and we shall crush this menace in the Everfree once and for all!"

"Do you fight for this world or for your own redemption..." The captain didn't manage to speak for long before Luna turned her shining emerald eyes on him.

"Watch your tongue! I am still the princess and I shall have you in the stocks for speaking to me in such a way!" Her cheeks flushed at her sudden rage and she looked away. "My apologies, Captain... You have only my safety at heart... but I will fight... for my sister... and I can think of no pony I would rather have at my side, than yourself."

"I should indeed have held my tongue, my apologies... You do me great honour, princess." Carefully he moved closer and adjusted her helm to sit more square, earning a chuckle from the princess. "The Praetorian Guard stand ready... as do the Stewards of the Citadel... less than one hundred of our staff but no mere recruits. We are all that remains of the Equestrian Army, the only still alive trained in the arts of warfare."

"I remember the days when our armies were ten thousand strong... Our knights brave and bold..." Luna's voice trailed off in memory as she began the long walk towards the main courtyard.

"No pony who now lives can not trace their line back to a knight of the crown, bravery and loyalty run deep in them all..." The captain nudged the door open and the princess strode through to look upon the assembled host.

*Sister... give me strength...* "Free Citizens of Equestria!" Princess Luna began, all eyes turning towards her. The most influential ponies in Canterlot waited with bated breath for the princess to continue. "Today we strike a blow at the very heart of our ancient enemies! Our brave knights stand outside the city walls awaiting my orders!"

The crowd milled with uncertainty. Many in Canterlot were scholars and teachers, those used to the soft and easy life. Luna felt her heart sink at the unexpected reluctance, her voice softened but lost none of the impressive volume. "I ask no pony to follow me where I must go save those who have pledged themselves to my service, I will lead no reluctant souls to war... though know this... I go myself. I will fight on the front lines, to defend the honour of all ponykind... I will fight for the honour of my dear sister who has blessed me with a second chance even after I have caused ruin to us all. I know you are reluctant to follow the words of one who brought doom in her wake not long ago."

Her eyes looked to her captain beside her and then back to the assembled ponies. She slowly lifted her crown and let it float to its place on the small throne beside Celestia's dais. "I do not address you as your princess today... just... Luna... I beg you all to stay in your homes... guard your foals and your loved ones as best you can... for if we fail it will be your magic alone that will hold back this evil..."

Voices raised in protest now, many ponies speaking about their concerns but slowly Luna walked from the castle, her guards assembled in their best armor, each looked ready. "Have I done the right thing Captain? I have so few ponies who could be called my friends... will Twilight succeed?"

The captain looked back at the ranks now following the armored princess. "may I speak freely, Princess?"

She nodded to him and the captain turned back to look upon her, he had the faintest of smiles on his lips. "Between Twilight and Moonlight I doubt the enemy will hold... we will win this day... have faith, Luna..." His cheeks reddened slightly and the young princess smiled.

"I will certainly tell my sister of your devotion... now... let us be ready..." Her eyes looked down the long road from the city to the dark of the Everfree Forest, to the swirling storm clouds growing stronger by the moment. The air crackled with dark and uneasy magic. Luna's sharp eyes gazed out over the horizon as far as she could see and she gave a little grin when a purple star shot up high into the cloudy sky like a firework. Twilight was ready.

*This is for you Celestia...* The moon princess picked up her pace and finally broke into a gallop, behind her the thunder of hooves followed close as the guardians of the palace rode to war.

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Captain Dash darted through the formations, each pegasus kept his or her eyes forward and stayed ready. The long flights, all the drills and duels were leading to this point. The goblin storm clouds loomed all the larger.

"Look at the size of that storm..." Dash heard one pony gasp with wide eyes.

"Cut the Chatter, Firefly. Group one! Get a vortex started to blow this storm up!" Dash called above the sound of the wind and half her squadron peeled away to begin moving the air currents.

"Group two! Watch them! Make sure nothing breaks their concentration!" A second smaller group of ponies banked hard and broke formation to follow them leaving Dash with the remainder. The fastest fliers handpicked by Rainbow herself. Each wore a patch with her own cutie mark upon their chest. "just like Twilight planned... LETS DO THIS!" she called and the fliers pulled close and everypony went barreling into the storm itself.

The wind currents were powerful and nearly random but the dark laughing shapes in the mist were what got to the fliers first. Something was alive about this storm. "Hit the cloud banks from the inside!" Dash set an example, kicking and plowing through as many groups of clouds as she could manage. But that's when the worst began.

A sickening bolt of green lightning coursed towards the formation and Dash cringed as a pony to her left, a colt she had barely talked to except on winter wrap up, took the brunt of the blast. The formation watched helplessly as he shrieked pitifully and fell smoking from the sky. Some ponies were beginning to falter.

"Hold together! Hold together!" Dash yelled above the mounting wind before a blast of lightning coursed past her, singeing her tail. "Don't stop! The ponies on the ground are depending on us!" She set an example and spun in a tight spiral, moving upwards fast her form punched through the clouds and sent pale starlight streaming down into the clouds, illuminating it within and nearly reaching the ground below.

Redoubling their efforts the rest of Dash's squadron began following suit, their vortexes beginning to destroy the storm from within. Dash grinned wide, it was pure speed and agility. Weaving through storms and jagged knives of lightning, dodging air currents and rolling under fierce gusts. Soon she knew she was on her own, her personal bodyguard made up of the fastest amongst the pegasus, but she was leaving them in the dust. There were flashes below, dark radiant purple light streaming through the clouds beneath her. The moment was enough distraction. Her eyes went wide as saucers and a bolt of lightning arced towards her.

"Oh manure...."

--

Captain Applejack looked left and right, the strongest and bravest ponies held the front. Her own brother was at her side and winked to her beneath the visor of his helmet. It was hasty and made from bits of old stove but all the biggest stallions or strongest mares carried the armor. They might not have looked all that impressive but they were knights none the less.

"Now... don't let the title get to ya, big bro... 'First knight of Equestria' ain't nothin' to sneeze at." Applejack chuckled and nudged the big red coated stallion.

"E'yuup...so, all those stories Granny told us... 'bout honour and duty... feels 'bout right don't it?" He looked back at the earth ponies and the unicorns who were assembled. "Always wanted to see a hundred pony charge..."

"Ain't nopony seen one of those in a long time..." Applejack took a breath to steady her nerves, "Dash will be overhead any minute now... I reckon it's about time..." She stepped forward and turned to face the ranks under her command. "Everypony! Eyes forward! Now... I ain't gonna lie to y'all... this will be the hardest thing anypony has done in their lifetime... y'all are gonna see friends hurt, family... lovers... some ponies might not be comin' home... but if we don't stop this here and now... then we're lookin' at the end of everythin'... the end of family... the end of tha world as we know it!" She shouted and the ponies reared in a great cheer.

Big Mac stepped forward and mustering all the courage he had at his command he yelled out what he had heard over and over since he was a foal. His chest filling and his voice booming for everypony to here from here to Canterlot. "Ride Now! Ride fer Wrath! Ride fer Ruin! And the World's Ending!" The usually soft spoken pony's call to battle raised an ever bigger cheer from the troops and before any could try to stop him, he tore off towards the twisted trees of the Everfree Forest and the crawling shapes of evil within.

Applejack shook her head with a grin and followed her brother as the rest of the regiment broke into a run after her. The earth shook more than in the running of the leaves, this wasn't a race with a dozen ponies, this was the charge of warhorses. The thunder rose and drowned out the sounds of storms or individual hooves hitting earth. It was a solid wall of noise the more they charged the faster it became. At the head of the line Applejack saw shapes scurrying away into the shadows and behind stones to escape the charge and she just grinned. *Great Grandpappy would be proud...*

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Clover was dead tired and he knew that he'd fallen behind the charge. The sound of beating hooves echoed into the woods. It was raining, but he expected that. So many pegasus ponies tearing the sky open, it was bound to let out a lot of water. Over the uneven earth he limped slowly hoping his ankle was just twisted and not broken. Here and there he came across a pony who had fallen to the goblin's claws. They groaned and twitched though some he knew were already gone. He had been one of the lucky ones relatively speaking.

He had tripped headlong over the dead. Once he came to all he could do was wander the Everfree Forest and look for any of his friends. A particularly bad groan from his left caught his attention and the earth pony carefully nudged a bush aside. What greeted him wasn't the least bit pleasant. Clover didn't know this pegasus' name but he looked relatively intact.

"B-buddy... you alive?" He spoke gently, blushing at the soft whistling through the gap in his newly lost tooth. The pegasus carefully flickered his eyes open and groaned.

"L-lightning... oooooh..." he managed to choke before reaching up to the earth pony. "Help..."

Clover winced and looked at his scorched coat. "I'm not doing so well myself..." Clover began before the pegasus chimed in.

"Please... I... have a filly waiting..." He pleaded and gulped gently. "I gotta see her again..."

Clover leaned down and carefully nudged the burnt pegasus. "hang on... I'll walk us back..." The pegasus strained and with a little effort managed to get himself onto Clover's back, hanging on by his saddlebags. "Name's Clover by the way..."

"Raindrops..." the stricken pony responded, "You from Ponyville?"

Clover gave a little nod and plodded best he could on a swollen ankle, "Just outside of town, have a little cottage near the farm I work on. Can't wait to get back there." He continued, thinking of the warmth of his bed and

the comfort of the little hearth. He paused when he felt the pegasus slump a little.

"Raindrops! Hey don't fall asleep..." He jostled the pegasus and he let out a groan. "Tell me about this filly of yours... she's gotta be special if you're willing to walk back from the dead for her."

"My filly..." Raindrops began and shook his aching head to try and get some feeling back, concentrating on her face in his mind. "Wish she was my filly... I work with her... at Pete's Moving Company in the afternoons. In the morning she delivers the mail."

Clover thought for a moment. "Ditzy? She's the mailpony around here I think, right?"

"Yeah, that's her..." There was a sound of a smile in Raindrop's voice. "Everypony thinks she's simple... even dumb... but she just... floats away sometimes... like the bubbles she has for her cutie mark. She's always willing to smile and lend a hoof... she likes to laugh and you should see how she lights up when you give her a muffin... I think I love her but, it's hard you know... telling somepony how you really feel."

Clover thought about his life, so far devoid of romance. "Don't wait too long... Never wait too long. You survived a war... that's gotta be something, right?" Clover's thoughts turned again to his little cottage and the hearth, thinking about perhaps inviting somepony to share it with him one day.

"Yeah... yeah... if I make it through this I gotta ask her..." The pegasus slumped a little and kept talking, Clover only half-listened as the yellow pegasus related in detail how he would ask her and how their first real date would be wonderful. Clover laughed a little and kept carrying the pegasus back towards the town and the safety of the field hospitals.

The night never ended, nobody could tell what time it really was anymore but that didn't matter so much, spirits were getting lower all the time as the wounded and the dead were gradually coming back to town. Ditzy limped silently through the lantern lit streets, her wounds weren't so severe now and after the promise of as many muffins as she could eat, she was feeling more like herself again.

"Ditzy!" A voice called her, a young filly wearing a red and gold cape ran up fast as her legs could carry her. "Cutie Mark Crusader Courier, Applebloom reporting!" she snapped off a perfect salute and Ditzzy smiled.

"At ease... what do you have to report?" The small pony reached into the pouch she carried and produced a note.

"Nurse Tenderheart told me to give you this, there's a pony in the tent outside the boutique who wants to see you." She expertly handed over the folded note and saluted again before running off. Ditzzy watched her go and smiled to herself. Everypony doing their part for Equestria.

The note was simple and she started off towards the medical tents as she read. *Pegasus injured, Tent 4b, requested your presence, name of Raindrops.* She read the last part over and over, biting her lip. She worked with Raindrops, he was one of her closest friends. That and she was fairly sure that he had a crush on her. Ditzzy had often thought of asking him out to dinner but she'd never been a pony to make the first move. Expertly tucking the note between the feathers of her wing she trotted off fast as her legs could carry her.

The medical tents were something that nopony would ever want to see on a full stomach. The creatures in the woods were vicious, as Ditzzy herself knew all too well. There were groans of ponies with more than one hoof in the grave mixed in with the crying of those who had already had a loved one slip away. She lowered her head out of respect and kept her eyes on her hooves as she weaved through the tents.

Tent 4b loomed before her, carefully she eased the flap open and trotted within. A single lamp illuminated the row of cots just enough to see a young filly and a much older stallion easing a white sheet over the form of a mare who had given her all for Equestria. Trying not to cry, Ditzzy closed her eyes and made her way to the back of the tent and the blue coated nurse pony.

"Mr. Drops... she's here..." She whispered to the pegasus and looked to Ditzzy with a frazzled smile before departing for her endless stream of duties.



"H-hey Rain..." Ditzzy eased herself down beside his cot, looking at the bandages along his body and the unfortunate smell of burnt hair.

For a moment he didn't respond, his eyes looking away into space before a soft touch to the cheek made him turn. Ditzzy would always remember his smile, for years to come she would think back on it, back to the look in his eyes and the relief plastered over his face. "Ditzzy... thought I'd never see you again..." He managed to speak softly.

"SHH shh... it's ok... I'm here now.." She whispered to him and watched as he silently began to cry. "You're safe now... a-away from those... things..." Her voice cracked as she carefully dabbed the tears away from the edges of her eyes.

"Never flown so hard... been so scared..." He began to speak again, slowly letting his eyes close. "But I had to... it was important... had to... m-make..." He trembled and shook his head best he could when he felt the black tendrils of sleep crawl up around him. "N-no... I had to make you... proud of me... had to make sure I saw you again..."

"Why did you need to see me? I'm nothing special, I just deliver the mail and move furniture..." She sniffed a little as Raindrops turned his head to her, opening his eyes again, those eyes she felt like she could fall into.

"You're the most... important pony in the world..." He breathed out as he began to smile again. Maybe it was what the nurse gave him to numb the pain or his recent ordeal that gave him the courage now but he reached out a bandaged hoof and touched it to Ditzzy's damp cheek. "You're the filly I love..."

Ditzzy closed her eyes and enjoyed the soft touch and the words that she heard from him, no pony ever showed her this kind of dedication. No pony ever made a confession this deep to her it was another moment she would remember for the rest of her life. Carefully she kissed the pegasus who spoke his love to her and whispered. "Now you swear... swear to me you will recover... because you've made me the happiest filly in this town... and neither rain... nor monsters... nor death... is going to keep me from doing the same for you..."

She would remember this night fondly, the endless night at Raindrop's bedside. It was, after all, the moment she found the stallion who would become her husband.

# Chapter 3

Twilight Sparkle slipped out as fast as she could. The deep purple of her uniform did well to hide her from the prying eyes of everypony. She felt guilty for picking off the shining thread but if she was seen, there would be no chance of her mission working. She would apologize to Rarity later when she had the chance. *If I have the chance...* she thought to herself trembling.

Each pony had to do their part, a mission that they alone could accomplish. Applejack and the earth ponies would clear the woods of monsters so she could pass unharmed. Rainbow Dash and the pegasus ponies would sweep the sky and make ready. Fluttershy, Rarity and Pinkie Pie roused their old acquaintance, the dragon, and convinced him to help clear the dark hollows with fire. That left the most important mission, Twilight would find the Princess and bring back the sunlight.

Carefully she picked her way through the forest, she needed a place with an extreme level of background magic to pull off what she had planned. The old castle where she defeated Nightmare Moon was the best place she could think of. No monsters were forthcoming this time, the pounding hooves of her warponies and the bellows of an enraged dragon at its center kept everything hidden away, goblins included.

There was no way to tell how much time had passed, the silver light of Luna's moon unchanging in the now cloudless sky. When the stones of the old castle loomed, Twilight was unprepared for the feelings welling up inside her. This was too much, the spell was dangerous and hard to accomplish. Twilight Sparkle set her packs down and with care extracted an oiled scroll case, slowly she pulled the blank parchment and set her pen to work.

*To whoever finds this letter,*

*My name is Twilight Sparkle, I came from Canterlot to Ponyville only a short time ago. It seems like so much longer. On the day I write this letter I'm not sure if I will be coming home to my friends. I miss my friends dearly*

*already and I hope they will make it through this chaos if I can't. Please take this letter to Ponyville and find them. They need to know how I really feel.*

*Rainbow Dash, you've stood by me through all our trials without backing down. You're strong willed and at times I'm envious of your ability to rush towards any problem with the faith that it'll work out in the end.*

*Fluttershy, I can't think of anypony more kind or caring than you. I enjoy all the time we've spent together. Our long walks or quiet conversation over tea and cookies.*

*Applejack, I would never have gotten very far in Ponyville without the help of you and your family. You always tell me the truth, even if it's hard to swallow sometimes.*

*Rarity, without your generosity and helpful attitude, Ponyville just wouldn't be the same. I think every Piece of clothing I own you've had a hoof in making and that always makes me smile.*

*Pinkie Pie, I will never be able to look at a cupcake again without thinking of your smile, that or a bottle of hot sauce. You've shown me that you can always find time to laugh even when things are bleakest.*

*Spike, oh spike I never take the time to tell you how much I appreciate your help, it hurts me to think I hardly show it. Spike you're not really like my assistant, you're more like the little brother I never had.*

*When I first came to Ponyville I didn't want friends but now I can't dream of a day without each of you. I love each of you like the sisters I never had, except you spike, you're a little brother obviously. No turning back now, what I have to do, I do for Equestria and for all of you.*

*Always and forever, your friend*

*Twilight Sparkle*

With tears in her eyes, she carefully set the letter in its case and wedged it into a space between two crumbling stones, using the rest of her ink to make a large circle around where the letter rested.

Satisfied with her work, Twilight crept into the temple and approached the smashed altar at the heart of the complex. Glittering balls of purple light danced two and fro between toppled walls and cracked pillars. Taking a long breath, she set her hooves and concentrated. Slowly her horn began to glow, it's piercing purple light casting long shadows in all directions. The motes of magic began to gradually swirl around her, her energy pulling power from the old stones.

The ground began to tremble as a beam erupted from her horn, the power centered on the empty ruins before her. With a great roar of raw magical power she tore a hole in the world. Without thinking she let her eyes fly open and in she charged, ducking through the glowing edges of reality and into the darkness beyond.

"Twilight... Twilight Sparkle..." a voice called out to her and her eyes tried to focus, she was floating in what felt like clouds but it was so dark she couldn't see a thing. "Why have you come Twilight Sparkle?" The voice was soft and gentle, flowing from all around her.

"W-who are you?" Twilight blinked and looked through the haze, the deep shadows punctuated by nothing but her own light, it was if she were the only bright object floating through endless shadow.

"I am ancient and forever... I was here before the world was formed and I shall be here long after the name of 'Equestria' has faded from every memory." The voice still soft as silk slipped around her, coming from every side at once. "No soul has come to my world of their own free will before... consider yourself honoured, Twilight Sparkle..."

"W-what do I call you?" she asked, her resolve beginning to slip at each mention of her name, the words like caresses between lovers.

"I have had many names since the beginning of time but... you may call me, Gloom." slowly a creature floated into view. Her coat was pale as bleached bone with thin lines like purple ivy winding themselves over her body, her eyes Pierced the deep indigo of a starless night sky and her dusky mane hung in long flowing curls over her shoulders. Twilight blinked and her heart pumped in her chest. This was not the darkness she was expecting.

"You're a pony? A pony did all this?" Half filled with anger the other with sadness, Twilight shook at Gloom's appearance. All thought drained from her however as the beautiful filly shook her long tresses and giggled high and pure like the twinkling of the first flakes of winter snow.

"Oh no, dear Twilight... I chose this form for you... a form you shall be comfortable with... a form from your own deepest dreams... a form you would find... beautiful..." Gloom stepped closer to Twilight and carefully nuzzled along Twilight's cheek.

"M-my dreams... but I'm not interested in..." Twilight stiffened as the dark pony drew back to give a soft nod, her eyes twinkling from the light of Twilight's own form. "I've never seen you before..." Twilight's heart beat faster and Gloom brought her lips closer to those of the trembling purple unicorn. Her breath was cool against the unicorn's growing blush.

"You cannot *remember* but that does not mean you have not seen me... Twilight... even your name speaks volumes... Twilight Sparkle... you walk between night and day... between my world and the world of your dear teacher," The Gloomy pony gave a soft grin and carefully rested cool lips against Twilight's hot blush. The caress made Twilight shiver, but something was wrong, something didn't fit. "You have dreamed dreams of me, the creeping shadow beneath your little bed... you have feared me... you have sought me out, running from a party you never wanted to attend..."

Twilight's eyes shot open wide as the memories came back in a nauseating rush. "please don't..." she squeaked but Gloom simply nuzzled her cheek softly once more and talked as if she were the only pony in the swirling void.

"Your little hooves taking you away from those who laughed... who laughed at the awkward filly in the awkward glasses... the filly who kissed her friend... the filly who confessed her feelings and was pushed away... they all laughed at Twilight Sparkle..." Gloom spoke with her silken voice and ran a hoof reassuringly down Twilight's mane while the purple unicorn began to cry, the memories tearing a fresh wound in her heart. "But I didn't laugh... I was there when you needed me... I held you in my arms while you slept... I kept you safe..."

Twilight found herself leaning into the gentle affection and the soft words from this strange pony, her embrace was cold but it brought a little shred of comfort, like a breeze on her coat while she laid out beneath the stars with her telescope. Twilight found her head turning and her lips found those of her dark seductress, Twilight's nerves were strung tighter than they had ever been, tighter even than the ill fated party with friends where a little game of truth or dare had turned so very wrong for her. She trembled and quaked in the swirling shadows as her lips parted and Gloom's eyes twinkled. Something was nagging at the back of Twilight's mind, plucking at her thoughts like a kitten with a loose thread.

"You could be here with me forever, Twilight... there is so much I could show you, teach you... more than Celestia ever could..." Gloom whispered softly and soothingly.

"C-Celestia? Celestia!" Twilight's eyes shot open and Gloom retreated some distance. "I have to save the princess... I have to save my friends!"

The dark pony's eyes took on a murderous shade as dark clouds boiled up around her. "No! Forget the princess and forget about your friends! I have supported you long before they ever entered your little mortal existence!" Gloom's mane flared and fluttered as if being teased by invisible winds. The edges of her form beginning to blur and mix with the smoky clouds around her.

"I refuse!" Twilight puffed up before a clap of thunder rocked around her and shimmering ghostly images began to play along the clouds.

"I can kill each of them! Every one!" Gloom shouted, the silken softness of her voice tinged with fury as an image appeared before Twilight.

Rainbow Dash was surrounded, the rest of her squadron tried to reach her but the spears of lightning held them back, her left wing smoked slightly as she clung to the top of a turbulent cloud. The storms growing stronger than ever before.

The image flickered again and now it showed Applejack and big Macintosh. The huge pony lay with his back against a tree, blood seeping

through his boiler-plate armor, while Applejack kept the monsters at bay, goblins closing about them from everywhere.

It flickered again and this time it showed Rarity, her flanks streaked with soot and blood she pulled the makeshift stretcher, Pinkie Pie lay unconscious while Fluttershy limped beside. This time they didn't notice the goblins creeping back into the world, crawling out of shadows around them. Spike desperately tried to get their attention but nopony dared look at the fate that might await them.

"I can call them off Twilight Sparkle... it is not too late to save your friend's lives... let go of your quest, let go of the idea of saving your beloved princess and they shall be spared." Gloom's voice was serious but the gentle tones had begun to creep back.

Twilight looked at each image as it played side by side this time, at all her friends fighting bravely or simply holding on to the hope that rested in Twilight and her mission. "N-no..." She breathed as a tear rolled down her cheek.

"What do you mean, no?" The spectre pony began to lose more of her form, her hooves disappearing into the smoke. "How could you let your friends die? Don't you love them!? Don't you care!?"

"Because this isn't about us, it's about the entire land of Equestria!" Twilight blushed brighter and advanced on Gloom. Her horn beginning to glow, making the clouds shy away. "They knew what the risks were, they knew how important it was for us to succeed... and every one of them is counting on me to do what I have to do... they might die... but if they do it won't be in vain!" the glow intensified, encircling the boiling clouds of Gloom's form until Gloom's form finally broke, only her bottomless eyes remaining, gazing at Twilight from within a cloud of darkness. "I will find Celestia and return her to Equestria even if it kills me!" Her voice raised to a shout and Twilight saw a point of light advancing from behind the wall of smoke that Gloom had become.

"You fool... you stupid little fool... I could have offered you so much power... so many experiences..." the voice rumbled from every direction as the point of light grew steadily brighter, Twilight's lip curled in a smile as she recognized the glow of a unicorn horn through the veil.



"Except love..." Twilight took a breath and leveled her horn between Gloom's eyes. "thank you for looking after me... over the years... but I think it's time to finish this..." Twilight's horn was glowing white now, twinkling brilliantly before her as the white light intensified and Celestia leapt through the wall of cloud to land at her student's side.

The cloud that was Gloom shrank back as both the goddess and the purple unicorn summoned all the light they could muster. "Back into the shadows!" Celestia spoke sternly and the world around them both shuddered and cracked open.

Sunlight shot like lances of fire through the dark clouds, wisps of dark being coalesced and collapsed upon themselves. Twilight grimaced as a scream pierced the dark world. She wasn't sure if Celestia heard it as well or saw the face swirling in the shadows. Dark eyes filled to overflowing with tears and gut wrenching terror. "I'm sorry, Gloom..." She breathed and she shut her eyes as tightly as she was able until it was over.

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Ponyville was quiet, much quieter than it should have been on any other day. The sun shone again down upon the tired and war torn ponies but nopony was in the mood for celebration. Pinkie Pie was glad things had worked out so well but all the sadness was hard for the pink pony to fathom. Sure even she had days where she felt like there was a grumpy raincloud over her head but this was everypony all at once.

She tried not to look at the tents where the wounded were being tended or at the ponies who walked with a black sash around their forelegs. So many ponies had lost so many friends or family members. Rarity walked slowly up on her other side, bandages tied neatly over her scratches and cuts.

"Pinkie, darling!" she smiled broadly, "I'm so pleased you're alright!"

Pinkie laughed and tried to smile herself. "It'll take a lot more than a bump on the head to get the best of Pinkie Pie!" She put on her best bubbly voice. "did... you really pull me the entire way?" Pinkie's voice hinted a little sadness as Rarity nodded.

"I simply couldn't leave you out there and poor Fluttershy injured her leg, it was up to me to save my good friend." Rarity gave Pinkie a little nuzzle on the cheek and Pinkie giggled, beginning to feel better.

"Have you seen anypony else?" Pinkie asked and Rarity gave a soft shake of her head.

"Twilight hasn't been seen since last night but dear Spike received a message from Canterlot explaining that she is at the palace and safe. Everypony who can walk or fly is searching the forest for survivors..." Rarity spoke carefully, she knew that there wasn't a pony in Ponyville who hadn't lost someone they had known. "I... I'm just certain that Applejack and Rainbow Dash will be just fine... just fine..." Her voice took on a brittle edge and the edge of her smile twitched just a little.

Pinkie touched her friend on the shoulder and did her best to smile. The pair parted without words and Pinkie slowly resumed her walk through town. Steeling herself with a broad smile, she approached the edge of the Everfree Forest and waited, slowly one pony after another from the charge crept back into town.

Blues and Caramel, two hard working farmponies, worked hard to support an armored shape, Big Macintosh was wobbling but he looked happy at least to see the town. Carefully peering past him Pinkie saw an approaching shape. Applejack looked like she'd been through a war, *well she has been through a war* Pinkie thought to herself and galloped up to her friend.

"Applejack I was so worried!" Pinkie gave the sore warhorse a huge hug until Applejack waved her away.

"Pinkie Pie! What in tarnation?! Git offa me fer a minute!" Applejack extracted herself from the tearful embrace and smiled, giving the pink pony a nuzzle on her cheek. "What's been happenin around here? D-did anypony else make it out?"

"O-only Rainbow Dash is still missing..." Pinkie began before helping support the cowgirl pony, Applejack about to grumble about not needing

any help, but her aching body reminded her that walking on her own was a little on the difficult side.

"Aw I'm sorry, sugarcube..." Applejack spoke softly and leaned against Pinkie's support, nudging her cheek softly. "I know you two were real close..."

"Are..." Pinkie breathed

Applejack blushed brightly and looked away. "I'm sorry... **are** real close..."

"Rainbow is my bestest best friend ever..." She spoke gently and Applejack gave a soft nod, thinking about how life would be boring without the rainbow-maned pegasus and her constant pranks or stunts.

"I'm so sorry, darlin'..." Applejack began and stopped Pinkie in her tracks, "I don't know how to tell ya but I wouldn't be the spirit of honesty unless I told my friends the honest truth...." Applejack looked down and wobbled as Pinkie backed away. "Mac and me were the last ponies still walkin'... we were helpin' the nurses get ponies on their hooves... I... I'm sorry... I'm so sorry, sugarcube, but the only ponies left in there ain't movin' no more..."

Pinkie backed away and for the first time in Applejack's memory, Pinkie looked terrified. "No way... no way Applejack... Rainbow isn't gone..." Applejack took a couple wobbly steps towards the pink pony before she turned and charged off into the woods. Applejack didn't have the heart to follow.

Pinkie's eyes were stinging as she ran, it wasn't right. It just wasn't right for the world to take someone like Rainbow away from her. She was Pinkie Pie, she never asked for anything from anypony. She never yelled, never got into a fight. All she ever wanted was to make ponies happy and have fun. War wasn't fun, war was the opposite of fun. And now Pinkie shook with anger.

"Rainbow Dash! Rainbow Dash get out here right now!" Her gallop slowed to a trot and she looked at the faces of the nurses and volunteers,

each working to shift the fallen ponies onto carts and sleds so they could be brought home.

Pinkie slumped down and looked at the dirt. "It's not fair... it's not fair at all... how come all this had to happen at all, but... Rainbow Dash never gives up on anything," A pair of dark emerald eyes watched the whole scene with great sadness. Pinkie was crying without pause now before a gentle touch on the back of her head caught her attention. She looked up and there was the soft smile of princess Luna.

"I'm sorry but I couldn't help but watch... you're Pinkie Pie right?" the princess settled down beside the pink pony who tried to stumble up to her hooves and bow. "Don't bow or anything... I... I'm never going to ask that of anypony again after today."

"We won, right princess?" Pinkie spoke softly and returned her gaze to the soft earth at her hooves. Luna nodded an affirmative and Pinkie trembled. "Then why does it feel like we lost? Why am I crying so much... I'm usually such a perky Pinkie but now I don't feel so good at all..."

Luna looked out over the forest, the sunlight beaming down and banishing the shadow and then back over her shoulder at the way she'd come. "We've all lost friends... tell me... what would you say to your friend if she could hear you right now?"

Pinkie trembled and smiled little by little. "I'd tell her I was so glad to see her... and tell her that she made me so very happy..." Pinkie sniffed as her energy began to return. "I'd tell her that I did mean what I said all those times, she always said I was joking... I'd tell her... tell her how I feel inside when she's around... and when she'd see I was being a super serious, serious pants... we'd have a party! And there'd be cake... and streamers... and balloons... and... and all her favorite food... cause I'd make sure I got everything just right..."

Luna nodded softly but her gaze looked still the way she'd come, and at the figure slowly approaching. "And what would you say... if you and that friend were alone..."

Pinkie's voice became a whisper. "I'd tell her I loved her... for real..."

"Who's this friend of yours, Pinkie Pie?" came the soft voice from behind the princess and the seated earth pony.

Pinkie's eyes opened wide and her whole body trembled before she jumped up and spun about. Standing with an unusual shy smile, mane and tail a mess, coat smudged with dirt, one wing singed and hanging at her side while the other unfurled to it's fullest extent, was Rainbow Dash. Pinkie blinked softly and looked at Luna who smiled innocently and looked away, getting back on her hooves.

Pinkie's words became a blur of everything she could think of to say, repeating over and over how happy she was that Dash was alright. Her tears going unnoticed as she nuzzled up tightly to the blue pegasus' cheek. She tried to hold onto Dash and bounce with joy but succeeded only in jostling her injured friend and making her laugh. "Pinkie.... Pinkie!" she finally called loudly and the pink pony giggled to a halt. "Pinkie..." Dash looked back to Luna who began to walk slowly towards Ponyville then carefully back and forth to make sure no other pony was within earshot. "What would you do if your friend said she loved you too?"

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It took many days to organize and to mourn the loss of so many brave ponies. But Ponyville had stood at the center of the maelstrom and come out stronger than it had begun. The six ponies had mounted the greatest of defenses, fought the most valiantly and given their all to save the land they loved and had learned that friendship is a bond which can never be broken. There had been a speech by Celestia who related the story of how she came into being and the tale of the brave ponies who had done so much for the land. Each had been given an official title, though some protested.

"Sir Rainbow Dash..." she grinned, and relaxed back into the huge tub at the spa, the others rolling their eyes. "I like the sound of it..."

"It's just a title Dash..." Lady Twilight smiled and flipped to the next page in her book

"Well isn't it obvious? Rainbow Dash is simply not a lady..." Lady Rarity raised the mask covering her eyes while Lotus did her best to mend a chipped hoof for her.

"What's that supposed to mean?" Dash tried to get up in anger while her friends chuckled before a pink hoof pressed down on her shoulder and a smiling face appeared and nosed her cheek, carefully depositing a chocolate covered cherry in Rainbow's still pouting mouth. "I just don't like to be called a lady is all..." She said between chews.

Pinkie smiled as everypony around her relaxed. Applejack nursing a bottle she liberated from Granny's secret stash, her cheeks warm and sunny as she basked in the steam room. Rarity being pampered and letting the power of her title help lift her spirits. Twilight with her head in a book from the royal library at Canterlot. Spike was entranced at Rarity's side as always and Fluttershy was sound asleep in a lounging chair. Pinkie looked over all her friends and the horrible events seemed to just fade away, it was back to normal.

"These quiet spa parties are really kinda nice..." She began, dropping another cherry for Rainbow Dash who couldn't help but blush still. "But... maybe just a few streamers?"

"Same old Pinkie Pie..." Dash laughed and everypony joined her. It was back to normal for sure.

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The moonlight shone down onto the silvery grass beside the cool clear lake. A form lay sprawled there. Her dark tresses matted and her pearly coat blackened with grime. She had run, and run hard. Heart pounding in her chest and limbs quaking from exhaustion. She heard the ripple of water and crawled closer, looking down into her reflection upon the glassy surface. She was frightened, this wasn't supposed to happen this way at all. Real emotions burned in her chest before she lowered her face to the surface and drank her fill, her own tears dripping into the cool clear spring.

"There you are..." A voice called from behind her and a soft orange glow filtered through the trees. "You have a quite a talent at remaining unseen."

"I-leave me alone!" The distraught pony wailed as she backed away and fell rump first into the cold water. "have you not tormented me enough!"

“My dear... this is not torment... this is benevolence...” The pony threw his hood back and knelt, offering her a hoof. “Celestia has dispatched me to find you, milady... and to return you home...”

“I won't go! You cannot make me! Please... leave me to wither in peace...” The dark eyed pony trembled and shied further away.

“There are many mysteries surrounding you, Twilight's Gloom... and I would not be a true ranger if I did not pursue them fullest of my abilities. We rest here tonight and make for Canterlot come morning... I would prefer not place you in an... unladylike situation...” Lancer sat back on the grass himself and turned his gaze to the sky. Gloom trembled and sighed in defeat.

# Epilogue

“Shut Up! Shut Up! Shut Up!” The moon Princess screamed over and over, the stones of the tower beginning to tremble from the force of her mounting anger.

“Why should I? It's the truth... you and I are nearly one and the same, Nightmare Moon... dark soul cast adrift in this sea of putrid sunlight. Or have you lost your nerve? Did precious Celly put you in your place?” In the darkness a smile glimmered.

Luna shook with tears of anger rolling down her cheeks. “Don't you dare call her by that name!”

“Why shouldn't I?!” The sweet voice boomed in the shadows before coughing softly. “Do you know how I tortured her in the dark? You would have been proud, dear Nightmare. I looked into her thoughts and I became you... I stole your face and your voice from her memories and I let Celestia know how you really felt about the banishment... oh how she wept...”

Luna trembled and her wings spread wide on their own, she pawed at the marble floor. She tried and failed to hold the thoughts and feelings back as the mare whispered in the darkness again. “Did she cry when she saw you again? Did she fear your words? Has dear Celly been avoiding you?”

Luna screamed, her rage knocking stones from the tower and letting in silvery tendrils of moonlight as she charged forward. All her frustration boiled forth as the dark pony was flung into bookcases and then tables, kicked viciously and made to suffer. Punishing blows of hoof on bone but all the while the dark mare made no noise save for the sound of breath being knocked free with an accompanying gurgle of blood.

Luna reared onto her hind hooves and loomed over the prone mare before a titanic jolt of force pulled her back against Celestia's side. The glow of murder faded from Luna's eyes, her coat slick with her sweat and spattered with blood. The sad eyes of her sister gazed down into her own. Neither alicorn said anything; it took a cough from the floor to draw their



eyes.

Slowly the pale creature lifted her head and grinned, her voice rasping as blood ran from over her chin. "What's the matter, Mooney? Don't have the stomach for this? Or has the master come to put the dog in her place?"

It took nearly all Celestia's telekinetic force to hold Luna back this time. The moon Princess was frothing mad, spouting curses and death threats while the elder alicorn only cried.

The royal palaces of Canterlot shone glimmering gold in the sunshine, perched on the mountainside. Tall spires of pure white marble with gardens and observatories and all that it needed to be the center of enlightenment and learning for an entire civilization. At its center rose the castle itself. Grander still than all the buildings that surrounded it but today a dark cloud swirls around an outlying tower. There were always dark clouds where *she* was staying.

The tower was a prison only because the occupant had tried to escape so many times. The freedom she had been given had been abused and so the door had been barred. It had been weeks but Celestia steeled herself and took flight, passing through the bank of shadowy clouds to touch her golden shod hooves down on the marble of the balcony. Even with the dark clouds swirling and blocking most of her sun's rays, the curtains were drawn. Slowly the solar Princess parted them and slipped into the room. It was dark as a crypt within.

"Come to see me finally... I was beginning to think you had forgotten..." A voice touched the silence of the room and a pair of dark eyes opened to shine up at Celestia in all her muted radiance.

"I assure you I have not forgotten... our last meeting was somewhat less than pleasant... it has taken some time for me to calm Luna down." Celestia spoke and used her magic to pull the curtains open, and dispel the clouds, letting in the sun, which was more of a comfort to her than anything. She heard the dark pony hiss as her precious darkness was expelled by the daylight.

Celestia let her eyes wander over the room and gave a small shudder. It was once a guest room, a rather nice guest room but now it was in shambles. The bed had been upturned and the mattress rested in a corner. The walls were splattered with uneaten food and the the tapestries had been torn from their mountings to lay sprawled in a heap in the center of the room. Every book on the shelves had been relocated to the heap. Much to Celestia's displeasure, she noted the signs of Luna's rage here and there.

"I redecorated... do you like it?" She whispered up to Celestia and grinned, drawing the Princess' attention. She was sickly, more so than when she had arrived. Her mane and tail were matted from lack of attention and she was gaunt from self-imposed starvation. Dark bags hung under her eyes and around her nose was old blood caked into her coat.

"Oh look at you..." Celestia spoke softly, not thinking first, shocked at seeing a pony in such horrific condition.

"Yes! Yes look! Look at poor sickly Gloom... look at how pathetic she is." The dusky mare coughed violently from her outburst and spat at Celestia's hooves, what now marred the goddess' pearlescent coat was clearly blood. Slowly she got up to a shaky standing position and took a calming breath. "Pity poor Gloom who does not sleep... who does not eat... who coughs and bleeds and cries and waits for her body to expire."

"You know how much it troubles me to see a pony in pain..." Celestia spoke slowly and the dark mare snorted in indignation.

"I am not one of your puppet foals... I was not born of your little world... I was a passing thought given form and now I am trapped within its fleshy prison... don't for a moment confuse me for one of your subjects, Celly." Gloom grinned her usual heartless smirk.

Celestia's cheeks burned red and she stamped her hoof onto the marble, sending creeping cracks through the stone. "Do not call me by that name! That name is reserved for those I love!" she took several breaths to steady herself before she continued. "You may be able to provoke Luna to violence... but I have had more practice at reining my emotions than she has."

"That reminds me... do tell Mooney the rib and my dainty nose have healed nicely... no need to worry about little Gloom drowning in her own blood." Gloom grinned bigger still and Celestia felt her anger rise once more.

"Gloom you are infuriating... were I less reserved you would have been banished beyond our borders weeks ago... but I would not loose you upon this world for anything, not even my own satisfaction. No, you are an enigma that must be unraveled." Celestia paced a little around the room. "I sought to banish you... I felt Twilight lending her own power... why were you locked to a mortal form when you should have simply ceased to exist?"

"I... I blame Twilight..." Gloom mumbled gently, looking down at the mention of the purple unicorn.

Celestia raised an eyebrow and looked at the dark pony; her body language betrayed her feelings. At the very mention of her prized student, Gloom had lost all her rage and seemed simply sad. Celestia gave a little grin. "You feel do you not? You said yourself that you cry... what do you cry about?"

"I... I won't talk to you about it..." Gloom stuttered but Celestia just grinned more, she had found a gap in the dark mare's armor, it was time to press her advantage.

"I believe I know..." Celestia trotted closer and Gloom looked up with true fear in her eyes, backing up slowly. "You cry over Twilight Sparkle..." Celestia was about to grin in satisfaction but instead let the words fall away as Gloom's deep indigo eyes overflowed and she began to tremble.

"Yes..." She let out in a squeak, her tears turning into sobs, which shook her gaunt frame.

Celestia closed her eyes and nodded slowly. *So Gloom really does have a heart in there somewhere.* She looked back to Gloom who was curled in a ball on the floor. "Gloom... would you like me to tell Twilight you are alive?" she asked, now becoming more concerned at the dark mare's behaviour as she cradled her head in her chipped and mistreated hooves.

“No... No you can't!” The dark pony jumped up in shock and looked pleadingly into Celestia's eyes. “You mustn't tell Twilight... it couldn't... it won't...” Gloom looked down and slumped, her shoulders sagging.

“You could see her again, Gloom...” Celestia stepped closer to the dark creature who was trembling with every breath she took.

“I... ask, Celestia... I ask politely and humbly... that I be forgotten... that Twilight go on believing that I am dead and gone... and to show my sincerity... I will tell you why...”

Slowly Gloom spoke and Celestia could only listen as the dark mare told her everything, everything that had tormented her and burdened her from the moment of her creation at the hooves of the purple unicorn with so very much potential. She talked until the sun was low in the sky and until there were no words left to say.

Twilight Sparkle was trying hard to sleep, her cup of soothing herbal tea was already cold beside the bed, every book on insomnia she could find lay out neatly on her desk and she had long ago run out of milk to warm up and drink. She tossed and turned but could not shake the feeling that had plagued her since the end of the war.

She felt alone. Not just lonely, she felt truly alone. Even in a room full of her closest friends, she felt like she was the only pony there. Many of her friends had lost ponies they knew to the fighting. No pony alive didn't carry a feeling of loss in their hearts for all those who hadn't made it, but what Twilight had felt was different. It just felt wrong.

Finally, with a grunt she lifted herself from the bed and trotted to her bathroom. The face that greeted her in the mirror looked terrible. “Good evening to you too...” She mumbled to herself and set to work combing the tangles out of her mane. “If I can't sleep I might as well get some work done.”

When she looked something like her old self, she trotted down to the library and lifted the nearest stack of books with her magic, neatly setting them back where they belonged or as close to it as she could with Spike's unique book filing system. “You'd think he never heard of the Dewdrop

Decimal System... "She grumbled before there was a resounding burp from upstairs and a sleepy Spike stumbled his way down the stairs rubbing his eyes with one clawed hand while the other clutched a scroll.

"You've got mail..." He managed as he reached the bottom of the stairs.

"Leave it on the desk Spike... I'll deal with it in the morning." Twilight didn't even look up from her sorting efforts.

"You sure? It's marked urgent..." he asked, examining the sealed scroll in detail.

"Yes Spike!" She snapped and Spike took a step back. "I'm in no mood to be reading a letter right now even if it came from the Princess herself! Leave it on the desk and I'll get to it in the morning..." Twilight watched as Spike grumbled his way to the desk and set the scroll down. She instantly felt bad for yelling at him, he was only doing his job but she was too tired and grumpy herself to get into another argument tonight. She made a mental note to make it up to him tomorrow and got herself back to work.

The first rays of golden sunlight were creeping up the floor of the library towards a sleeping unicorn. She didn't even wake at the sound of hooves clapping along the wooden floor towards her or even when a soft pearly white wing touched her side.

"Twilight?" Celestia spoke as gently as she could to her student and tried to stifle a giggle as the young unicorn rolled over onto her back and mumbled.

"Just five more minutes mom..."

"Well that's certainly new. I don't remember you ever calling me 'mom' before." Celestia chuckled and Twilight let her eyes open.

"P-Princess!" the purple unicorn bolted upright from her makeshift bed of books and papers upon the library floor, struggling to make her mane a little neater, failing to notice the parchment stuck to her cheek by a

generous amount of nighttime drool.

“You have a little something...” Celestia did her best not to burst out laughing as she indicated to the page and Twilight quickly ripped it off, blushing brighter and brighter.

“W-what are you doing here so early? Not that you can't show up whenever you want anyway but if I would have known I... I could have cleaned... or made tea at least.” Twilight stammered.

Celestia gave a little grin and took a seat before her student. “It’s quite alright... though I am a little concerned. I sent a letter ahead, it was marked urgent.”

Twilight's eyes went wide and she looked over to the note, still unopened where Spike left it on the desk and then back to Celestia. “Ooh right... the letter...”

Celestia sighed and shook her head before motioning for Twilight to make herself comfortable. “It’s probably for the best actually... I was not in a very good frame of mind when I wrote it.” Celestia waved her horn, which glowed briefly like pure sunlight, and the note dissolved in pale golden flames, “There is something I must tell you, but please know that I am going against the wishes of another pony.” Twilight nodded slowly and sat in fascination as Celestia continued. “This may come as a shock to you, Twilight, but... Gloom lives.”

Twilight gasped, “Oh no! What is she planning? Can we stop her in time? Wait, how is that even possible... she was never real!” She was beginning to panic but the touch of one regal wing helped to calm her.

“Twilight... that night when we did battle with Gloom... she appeared as a pony to you... and did her best to seduce you.” Twilight looked back and forth nervously before gulping and giving a gentle nod.

“Don’t tell anypony please... I mean I like stallions just fine! I'm not attracted to mares at all...” Twilight squeaked with a little mania creeping into her voice. Celestia just shook her head with a smile.

“You don't have to worry about me gossiping, Twilight. Though I think, it may be a lesson for another day. Right now our concern is Gloom... you locked her mind into a mortal body. How you did this isn't clear to myself or even to Gloom who remembers us facing her down and then waking up on the edge of the Everfree forest in pony form.” Celestia spoke as Twilight's eyes widened with shock. “Twilight... Gloom has told me that she misses you.”

“M-misses me?” Twilight stammered a little. Her half-awake mind was reeling at the implication that the instigator of Equestria's darkest days still lived only to be told that the enemy of all ponykind 'missed' her, not to mention finding out that she brought her into being.

“I had hoped Luna could talk to her but she... provoked my sister to terrible violence. Gloom begged and pleaded with me to leave her locked in a tower to starve... to simply die... because...” Celestia began but the look in her student's eyes was becoming worrying. “Let's just say she feels incomplete without your presence...”

“Princess, I...” the purple unicorn was beginning to tremble, her words trailing off. She was thinking back to the empty feeling that has consumed her for so long.

“Is there something you need to tell me, Twilight?” Celestia nudged her student's cheek softly and Twilight turned her head down towards the floor.

“It's... n-nothing... I... what should we do about Gloom?” Twilight pushed the thoughts to the back of her mind, the feeling of loneliness and pain that had become her constant companion, and evidently, Gloom's as well.

Celestia looked to Twilight and sighed inwardly at her student's reluctance to open up to her but let it pass for now. “Gloom is a difficult and infuriating pony, she provokes Luna and I at every turn and it is becoming evident she does not wish to be helped. I had hoped perhaps you could speak to her... you and your friends have done an excellent job in making Luna feel more at home. Perhaps you could convince her that we mean her well.”

Twilight felt her heart sink. She wanted to yell at Celestia and tell her over and over that there was no way she was letting Gloom anywhere near any of her friends. She felt anger welling up inside but she quickly put a cap on it. "I... if you... think so... Princess." She managed to get the words out and Celestia closed her eyes slowly.

Twilight Sparkle and her friends had been her final hope in reforming the dark mare or at the very least making her time in Equestria a less evil one. Despite all the rumors about secret dungeons and banishing ponies for the slightest infraction against her Celestia was, and always had been, a kind ruler. It pained her on an almost physical level when her beloved ponies suffered.

The war had taken much of her spirit, the loss of so many and the pain of those who remained. It tormented her to think that the final casualty of those dark and terrible days would be a pony who would die friendless and alone in the dark from a broken heart. "I *do* think so, Twilight..." Celestia spoke again and tried to smile for her student. "All the arrangements can be made as soon as I get back to Canterlot and the carriage should arrive by tomorrow afternoon. There are always affairs of state to deal with but it should thankfully give you ample time to warn... I mean inform your friends of her visit."

Twilight gave a little nod in reply and did a very poor job of hiding her feelings on the matter, Celestia excused herself and Twilight watched her leave with a new and heavy feeling in her heart.

"She's what!" Rainbow Dash was hovering in the library, bristling with rage. "If she shows her face around here she's gonna have a lot more to worry about than not eating or being in the dark! My wing still hurts! Still! It's been a month!"

"Dashie... try and calm down..." An unusually reserved Pinkie Pie was tugging at Dash's tail in an effort to make the pegasus land.

"I'm not about to let the most evil pony who ever lived anywhere near my friends!" Dash spouted still in anger while Pinkie still attempted to get her girlfriend to land and be reasonable.



“Like it or not I gotta agree with Dash.” Applejack took off her hat and set it on the table. “There’s no tellin’ what kinda evil powers that mare has at her disposal. I seen stuff in those nights that made goblins look tame... me and Mac got the scars ta prove it.”

“You simply cannot allow this... creature... to come to Ponyville!” Rarity had been holding herself back as much as she could but the thought of her friends and family being placed in possibly mortal danger propelled her to speak.

“I don’t like this either!” Twilight snapped and rested her face in her hooves, sighing loudly. “But this is an order from the Princess... not a request... she showed up and told me face to face... Gloom comes to Ponyville tomorrow...”

The room descended into chaos at that point. Almost everypony trying to talk at once about how the situation should be handled, everything from leaving town for a few days to outright violence. At the back of the group, Fluttershy huddled with wide eyes and hooves over her ears, trying to drown the anger out. “STOP IT ALL OF YOU!”

The outburst drew every eye in the room; Fluttershy let out a little eep but took a breath and continued. “I... I am very disappointed in all of you. A pony is hurting and suffering inside and you all want to hurt her more...” Fluttershy felt a strange determination roll over her, she had come this far, it was time to finish what she started. “All of you have an element of harmony inside you... you’re all supposed to be the best ponies that Equestria has to offer... and you are all my friends... but after what I heard... I don’t know if... if I want to be your friend anymore...” Fluttershy finished with a few tears and by then the eyes of everypony was looking down at the floor.

“You’re right... you’re really right, Fluttershy.” The sadness in Pinkie’s voice seemed to take some of the curl out of her mane. “I’m supposed to make ponies laugh not be mean to them... but this is a challenge right!” She bounced back to her usual perky self and grinned wide. “We’re the elements of harmony! Super duper ponies! If we can’t make somepony happy then who can?”

“A challenge...” Rainbow Dash spoke softly. The blue pegasus never backed down from a challenge, never shied away from danger. She nodded, setting her resolve.

“I reckon Pinkie has a point...” Applejack looked at her hat with its new nicks in the brim. The hat that had been passed down to her from her father while the stallion was on his deathbed accompanied by his final words. *You be a damn good pony now, Sugarcube, and you better believe I'll be watchin'. Y'all got the whole Apple name ridin' on yer shoulders now... be better than I ever was...* “I gotta be a better pony than this...” she finished, looking determinedly at her friends.

Rarity huffed a little but sighed. “I suppose... we can try...” Rarity felt shame beginning to well up within, imagining what Sweetie Belle would say if she had seen the way she acted. She had always told her sister to help those in need before thinking about her own desires. With a gentle sigh, the pearly unicorn looked at the rest of her friends before her eyes fell on Twilight who was still staring down at the floor.

Twilight was seething. How could her friends just turn around so quickly and be prepared to forgive a pony who had brought ruin in her wake. “Promise me all of you... watch her...” Twilight began, not able to keep the anger out of her words. “If she slips up... if she does anything even a little evil... we stop her... for good... I don't care what it takes and I don't care what the Princess says...”

The other ponies didn't answer, they didn't need to. It wasn't a polite request from their friend.

Twilight shook a little as she watched the horizon and the golden carriage being towed slowly across the afternoon skies. Each of her friends was at her side before her library home, but it didn't help her mood at all. Twilight Sparkle was beyond angry.

“Here we go...” Rainbow spoke gently on Twilight's right and pawed at the ground, ready for anything. The carriage landed and when the door opened, the grand form of the solar Princess stepped out. Everypony bowed low except Twilight who was breathing fast and deep in an effort to

hide her discomfort.

"Rise ponies..." Celestia spoke and her friends obeyed, but Celestia's eyes never left those of the purple unicorn. What Twilight couldn't see was the tear rolling down her teacher's cheek, concealed by her flowing mane, heartache weighing heavy on the Princess. "Allow me to present Twilight's Gloom..." there was a long silence that caused many ponies to blink and look between themselves.

Celestia cleared her throat. "Gloom...?" she asked politely as she could manage.

"I am not coming out!" Came the sweetly voiced but nonetheless childish response. "You can stand there until you sprout roots and grow into a tree!"

Celestia sighed and rubbed her forehead with a delicate hoof, trying to ignore the snorts of laughter barely held at bay coming from the Rainbow-maned pegasus. "Gloom... Twilight is waiting..." she spoke softly and as gently, as she was able.

Twilight noticed the tone and softened a little as a gaunt skeleton of a pony slowly stumbled from the coach. The memories of the dark and seductive mare of her deepest and darkest dreams flashed before her and for a moment, she couldn't believe it was the same pony. She was sure her mouth was open but couldn't bring herself to close it, or to care.

Gloom didn't speak but her eyes were rimmed with tears as she looked upon Twilight and her friends. She looked vulnerable, pained and so very sad.

"She doesn't look that tough." Rainbow Dash, almost on cue, broke the silence and grinned in a bit of satisfaction.

Gloom twitched and looked over at the blue pegasus, the slight smile that was creeping into her lips faded away into a scowl. "Oh dear... were you expecting somepony who was stronger so you could engage in some pointless contest of brawn to prove yourself? How insecure you must be... oh that reminds me... how is your wing? I apologize... my aim was a little off... I was trying to *sever* it!" She snapped before coughing hard. Celestia

covered her face to hide her shamefully pained expression as Rainbow Dash sputtered and stammered in indignation.

“Hey! You don't talk to my Dashie like that.” Pinkie stepped up and Gloom snorted. Celestia slumped to her haunches and looked down at the earth; this wasn't going according to plan.

“Oh please... she was begging to be knocked down a few pegs...” Gloom sneered and Pinkie fell silent, looking at Celestia and then to Fluttershy, the ponies two who looked heartbroken rather than furious.

“Look at all of you!” Gloom trotted past all of the assembled ponies. “It's nothing but dumb luck you all survived... certainly not skill... frilly, prissy, laughing excuses for ponies. Pale shadows of what real ponies should be...” Gloom stopped before Fluttershy and was taken aback at the expression in the yellow pegasus' eyes. “W-what do you want?!” She snapped before descending into a coughing fit.

Everypony cringed when she spat blood down to the cobblestones, everypony except Fluttershy. “I'm sorry...” Fluttershy whispered, just loud enough that the assembled friends could hear. “I'm very very sorry... I wish... there was something... anything I could do...” Fluttershy began to cry softly and Gloom's dark mantle fell. Her anger draining away at the sight of Fluttershy's heartfelt tears.

Gloom leaned close and whispered in Fluttershy's ear, the yellow Pegasus giving a nod in return and a small smile.

“Inside... now everypony...” Twilight finally spoke and Gloom shut her eyes cringing, there was venom in every syllable spoken by the purple unicorn. “Princess...” Twilight gave a stiff bow and turned to walk back into the library.

The other ponies filed back into the library following Gloom all except Pinkie who turned to Celestia and mouthed the words 'I'm sorry'.

The afternoon fell from discussion to anger to violent outbursts. Gloom's snide remarks and biting retorts made talking to her a very hard thing indeed. Twilight was honestly glad when Rainbow and Applejack

stormed out, followed by Rarity who would always claim she 'made a ladylike exit' trailing Spike who was more red than purple from his building anger. Pinkie stayed a little longer, offering for Gloom to come by the bakery in the morning for something good to eat. The last to leave was Fluttershy, her and Gloom sharing a glance that made Twilight wonder what the pair had whispered.

The library was silent, Twilight finishing off her tenth cup of coffee since she had skipped a great deal of sleep the night previous. With more than a little frustration, she cast her gaze to Gloom whose eyes wandered the shelves, reading titles. "You love your library..." The dark mare finally spoke, Twilight didn't answer. "I know... I could feel it... books bring you comfort."

"So do my friends..." Twilight spoke with finality and went to pour herself another cup of coffee.

"That much caffeine isn't good for you..." Gloom spoke with what passed for a smirk.

"Neither is that much starvation." Twilight shot back

"Touché..." Gloom was smiling gently, Twilight only scowled in return. "Celestia told you that I missed you... did she not?" Twilight didn't answer, diving into a book about old combat magic. "I felt emptied out... as if there were a great hole in my being..." Gloom continued, looking around the library with misty eyes.

"Good..." Twilight mumbled between turning pages.

Gloom turned to Twilight and began to tremble, "You do know it stings whenever you insult me... you are aware that I have feelings of my own?" Gloom placed a hoof against the book to draw Twilight's gaze.

"Again... all I can say is good... you've caused a lot of pain to a lot of ponies... it's honestly nice to know you're hurting, Gloom..." Twilight slammed the book closed, making Gloom jerk her hoof back.

Twilight felt a flash of guilt for a moment as genuine heartache registered in Gloom's face. "Well excellent!" The dark pony snapped and

turned her gaze away. "Marvelous, Twilight Sparkle... your hatred will make everything so much easier. I believe I know where your spare bedroom is. Please don't bother me."

The dark pony trotted towards the door to the disused guest room with a few muted coughs and Twilight bit her lip. "Gloom... I'm sorry... I didn't mean-" She was cut off sharply as Gloom spun on her, crossing the distance quickly and jamming both hooves against the unicorn's shoulders.

"I do not need your pity! I do not want it! You did bloody well mean every word you have said! Did you even see Celestia crying at the 'welcome' you and your companions gave me?! Damn you! Damn you Twilight Sparkle!" Gloom shouted in her face before her eyes slammed closed and she began to cough again. She clung tightly to Twilight as she choked and shook with each merciless gasp and sob.

Twilight looked down at what she could see, feeling the hot wetness against her chest. Part of her felt disgusted but she kept still and silent as Gloom regained her composure. "I'm sorry... I appear to have bled on you..." She spoke with a hint of dark humor and even managed a bit of a giggle. Twilight gasped gently at the sound of that voice, it had been a long time since she had heard Gloom laugh but it was still almost beautiful.

"I... I'll go clean up..." Twilight mumbled before prying herself from Gloom's grasp and stumbling to the stairs. She looked back only once at the dark pony where she had slumped, gazing forlornly at the floor. She felt her heart calling out to her, begging her to ask Gloom if she wanted to clean up as well, maybe share a light meal. *She nearly killed your friends...* her rational mind reminded her and Twilight pushed the warm thoughts as far away as she could. Gloom was evil at heart and tomorrow she would prove it.

The morning had begun as Gloom had expected, with an argument. She had lost her temper once more and Twilight had done nothing to soften the jagged feelings she had towards the dark mare. The pair had parted with curses that would have made sailors blush and Gloom trotted out into Ponyville, grinning at the dark cloud hovering over the library.

She went unnoticed, as much as she could in a small town, and soon she reached the edge of the Everfree forest and the cemetery there. Standing tall and proud was a gleaming, white marble statue of no-pony in particular though the mare wore a shield slung over her back and a look of determination over her face. It was brand new down to the gilded plaque at the base, which read. *For those who gave their lives, lost in shadows and darkness, never to return home. Rest here in peace for all time, remembered of the heavens and the world below. Immortal saviors of the lands and the ponies of Equestria.*

Gloom looked upon the grand statue and the grass, which grew healthy over the graves of the many ponies laid to rest here. Rows upon rows of new and rather expensive looking gravestones, each with an accompaniment of beautiful flowers, no grave going forgotten. She stood still in the drifting breeze as insects buzzed in the nearby forests, now so full of life with the darkness driven from them.

"Come to pay your respects, milady?" A familiar voice spoke behind her and Gloom spun to face the unicorn stallion. He was dressed plainly and practical, as always, though he wore no smile on his lips.

"It's you... that ranger?" Gloom looked him over and tried to straighten up. "What could you want from me?"

"Lancer, ranger of the crown... and I am here to ensure you do not run... again." He spoke slow and took a step towards the grand statue. Gloom winced, her plan to escape the maddening ponies having been swept away. He touched a hoof gently to the statue's pedestal and spoke once more. "And to ask you how you fare, milady."

"How I fare? Ask *me* how I fare?" Gloom laughed with derision and sat back on her haunches. "Poorly, Sir ranger... very poorly... my life is meaningless... oh how I wish it would simply end..."

Lancer took a seat and regarded the statue, not once turning back to look upon Gloom. "Do you know how many ponies were lost in all of Equestria during the war?" He didn't wait for her to answer. "A great many... nearly a thousand all told. The confirmed dead and those poor souls who went missing in the long dark. Do you think any of them would

care for their life back... even a half life...?”

Gloom looked down slowly, the words biting deeply. “Are you seeking an apology?”

Lancer turned slowly and shook his head. “I am merely... hoping... you are not so quick to dismiss this rare gift you have been given.”

The ranger turned back to the statue and hung his head with eyes closed. “You have lost loved ones?” she spoke gently and he only nodded.

“Yes... two sisters, in service as I am, they have not reappeared since the war began...” There was great sadness in his voice though he did a very good job of restraining it.

“You have my condolences... truthfully.” She added as she looked over the rows upon rows of brand new stones. “And I will take your words to heart, Sir Lancer...” She turned back towards the town.

“What will you do?” he called back to her and she only smiled.

“I believe I have an engagement for breakfast with a certain pink filly.” There was more bounce in her step as Gloom trotted down the winding path back towards Ponyville.

Pinkimina Dianne Pie worked diligently in the kitchen of the bakery. Today was not starting out as a good day. She hadn't gotten in until very late. Taking a long time to calm and soothe Rainbow Dash's bruised ego. Dash always acted like the most confident and headstrong pony in town, it was troubling watching her blubber about her insecurities, but Pinkie accepted it as just another part of being with somepony this intimately. She was a shoulder to cry on as much as she was somepony to roll in the hay with. That didn't mean it was an easy night, Pinkie had to put her usually unruly mane in curlers the night before or everypony would know how she was really feeling today.

Some of her sadness leaked through though, the Cakes were giving her a lot more patience than usual especially about her 'sample' cupcakes that she seemed to be digging into from each and every batch. She was in



the middle of icing a cake when she felt a pinchy sensation run up her ankle and her right ear flopped over on its own. "Hmm..." She thought before setting the piping bag down and trotting her way to the front of the shop to put on her best smile.

The little bell rang and the most troubled of ponies trotted into the sweet shop. She looked just as bad as she had the day before though maybe a little more nervous. Pinkie didn't need to know about medicine or to even be a very observant pony; all she did need to do was hear well, hear very well. Gloom was very much more than just a sick pony; Gloom was a pony with a hoof in the grave.

"Gloomy! Welcome to Sugarcube Corner!" She bounced forward and the dark mare recoiled slightly. "I'm so super duper glad you showed up! Now Pinkie can work her magic and get you looking more like a pony and less like a Hallow's Eve decoration."

"Simple food will suffice..." Gloom managed to get out, her eyes trying to focus on the array of sticky sweets and over frosted cakes that lined the shelves. Never before had so much colour been displayed before her eyes, it was as if she had stepped from Equestria into another world. A world where the dentists must make a fortune.

"Ooh no no no no!" Pinkie smiled and motioned for Gloom to walk further into the bakery. "Simple just isn't going to cut it. I baked something super special just for you! Just let your Auntie Pinkie Pie get everything sorted out."

Gloom found herself herded to a small table near the back of the shop and to a soft cushion. She stumbled into a sitting position and blinked. "Auntie? I am immeasurably older than you!" She called out but the pink pony was already gone.

"If you want to get all Twilighty technical... you're probably less than two months old." Pinkie smiled and called back before she reappeared with a tray. The silver cover obscured the contents but the smell that seeped from within assaulted Gloom's senses with something new.

"What... in the name of the deepest darkness... is under that?" The dark pony stared as the tray was deposited and Pinkie giggled, waiting a

little longer before pulling the lid away to reveal the humble spread.

Gloom let her eyes drift closed as her nose drank in the scents. Everything in perfect balance. Warm and sweet, sticky and spicy, old fashioned for certain, but very welcome. She found her mouth watering; all pretenses about her self-imposed starvation began to dissolve. She wanted to dive into that tray, to bathe in the sticky sweetness and let the flowing warmth consume her.

“You like it?” Pinkie said with half lidded eyes, watching Gloom like a lover would. Her smile wide at the expressions plastered over the face of the normally dour pony.

“U-uh huh...” All her usual articulation failed her in that instant and she wiped the drool from her own chin. “H-how? Why does this smell so... marvelous?” Gloom was wide eyed and Pinkie giggled.

“That is a Pinkie Pie secret... but I think I can let you in on it. Now eat up, I have a whole other one waiting if you finish that one.” Pinkie took a seat across from Gloom and the dark pony's eyes lit up with warmth, an inner fire sparked by her half buried emotions. She only nodded before beginning to unceremoniously stuff her face with food. “I had to dig really super deep to find that recipe... usually you only cook it for the winter solstice but I thought it had everything you needed... fruit and nuts and sticky sugar... and home... and family...” Pinkie trailed off and Gloom slowed her chewing, starting to savor each bite.

“H-home and family? Whatever do you mean?” The dark eyed mare managed between mouthfuls.

“Uh-Huh! Home and family, silly!” Pinkie giggled happily and used a cloth to dab a little sugar off Gloom's chin. “You cook solstice pudding for your friends and family to finish up the big midwinter feast. You make it to share with ponies you love. I feel a little silly cooking it now, in the summertime, but it had everything you needed...”

Gloom looked at the plate and closed her eyes for a moment; tears began to run down her cheeks. “Love... such a strange word...” Gloom trailed off and Pinkie only watched. “You know... don't you... you look at me

and you feel like crying... how do you know?"

"Pinkie has very good hearing..." The pink party pony answered with a little sigh. "I have to make you better, Gloomy... it's a mission... a quest... even if it's just-" Gloom cut her off with a wave of the hoof.

"Don't breathe a word of that to Twilight... and... thank you." Gloom managed a little smile and Pinkie grinned her usual huge grin.

The dark mare finished off the rest of her solstice pudding and dug into the second one as well, savoring each and every bite though her eyes were clouded with tears. Pinkie left her special customer to dine in peace, busying herself with the rest of her little plan.

In the dark of her bedroom, with the blinds drawn tight, Twilight Sparkle cried. The tears had just come, unbidden and unwanted but they came and wouldn't stop. She felt a lightness in her heart that had been absent for a long time but none the less she buried her face in the pillow and bawled.

"I don't want her! I don't miss her! This isn't fair!" she screamed into her pillow while hooves pounded her headboard in frustration. She rolled onto her side and stared at the bookshelf closest to her bed, the shelves painted a cheerful pink and written in neat curly script atop the very highest shelf stood the word 'Romance'.

Twilight felt the anger beginning to build. She had assembled the books in her small collection over several years and she recalled the titles. *A Tale of Two Mares... The Petals of Love... Of Love and Friendship*. "I'm not a lesbian!" she screamed, bolting upright as the books were torn from their shelves and cast around her room with abandon. "It's a lie! A trick! It's just a backfired spell gone wrong!" Twilight swirled the torn pages around her flinging some books into the air to be blasted with bolts of lightning. "I like stallions just fine... nothing wrong with a big... strapping..." Twilight trailed off and looked at the books fluttering down before she threw her head back in a titanic curse, pulling more objects in her room from their shelves in her mounting frustration.

Unknown to Twilight, Spike watched from the stairs, unable to ignore her rantings any longer. The little dragon watched and wept as she stomped and bucked books and other objects from the shelves in a screaming rage.

Twilight lifted a wooden case over her bed and was preparing to throw it through a window when it opened and a bottle dropped out onto the mattress. She looked down at it and let the wooden case drop. It was a bottle of blackberry wine that her mother and father had given her just before her reassignment to Ponyville. *Just in case you meet a nice stallion and need to celebrate... you know... getting engaged or maybe for your wedding night.* Twilight could almost hear her mother's hopeful words in her ears and her purple cheeks turned the same shade of crimson as they had back then.

"Nice stallion..." Twilight began to mumble, picking up the bottle. "Engaged... wedding night... BAH!" She bit the cork and pulled, sloshing some of the sticky sweet wine against her coat before she put the bottle to her lips and drank a mouthful. "So much for that huh, mom...?" Twilight slumped to the floor and the tears returned silently this time. Twilight Sparkle imagined living her life in the shadow of the dark mare that had stolen her heart away and bitterly drowned the thought in more wine.

"Certainly not, Pinkie Pie!" Rarity spoke up without taking her eyes off her designs. "I will not waste my time and energy on a pony who thinks of me as..." She cleared her throat, "'A tired old nag who bedazzles dish rags'. Whatever that could mean."

Pinkie pouted and shuffled her hooves; again, her day was not shaping up well. "But Rarity... she needs you... she needs your super special talent. She's messy and tense and... and she needs generosity..."

Rarity sighed and lifted the glasses off the end of her nose, looking back to the slightly mopey pink pony. That little pout, the sparkle of tears in her eyes. How could Rarity possibly resist. "Oh fine... but if she insists on being so... abrasive... then I will have to take steps." Rarity blinked as she went from sitting comfortably one minute to being smothered in a hug the second.

“Oooh thank you Rarity! It'll mean so much to Gloomy, I'm sure of it. I'll go get her, she should be finished her food by now!” Without further ceremony, Pinkie was out the door and away.

Rarity let the pencil drop and closed her eyes with a sigh. She rose from her simple desk and trotted out into the floor of the boutique. *Calm thoughts, Rarity. This will go swimmingly.* She thought over and over to herself before the little bell rang above the door and she slipped into her best smile.

“Welcome to Carrousel Boutique where every garment is chic unique and magnifique.” She let her eyes open; it took everything in her not to gasp at the appearance of the pony before her. The day before she hadn't been truly concentrating her skill upon the dark mysterious mare but now that she was standing beneath the warm lights of the boutique; Rarity nearly felt like bursting into tears.

“Miss Pie suggested I come for... 'A super duper special spa experience'. Though I am skeptical at best...” The dark mare spoke, the tone was so different from the scathing remarks of the previous evening. It was clear to Rarity that this mare with the strange coat and ancient eyes was making an effort to be polite. Rarity traced the lines of her form in her mind, very nearly regal. She peeled back the neglect with her mind's eye and saw a beauty that would rival any in her countless copies of Clotheshorse Magazine that she had in her bedroom closet. She was a rare gem, a unique work of art... at least that was what Rarity's mind saw. In her eyes, plainly, was a mare who had been abandoned by everypony in the world, including herself.

“Oh my dear we simply must!” Rarity couldn't hold it back any longer. “Your mane and tail are in tangles! And your coat... your hooves...” Rarity felt her heart beating faster and faster as she looked at every single abnormality or hair out of place. It triggered something deep inside, her OCD was screaming at her. “This way! Not a moment to loose!”

Gloom blinked in true confusion as the pearly unicorn pushed and guided her out of the shop and down towards a building marked ‘Spa’. “A spa? Are you certain this is necessary? Surely a bath would suffice!” Gloom began to protest, trying to squirm away from Rarity as she was

pushed through the spa doors.

"Nonsense! You will look beautiful once more if it takes all day! The usual, girls!" Rarity called out and the spa sisters stepped into action.

"A-all day?" Gloom managed before gentle hooves guided her down the halls. Gloom was about to open her mouth and scream, to unleash another barrage of pure burning rage at the ponies. Instead she felt, deep inside, the warmth of her meal, she imagined the smile of the pink pony who prepared it. The promises to look and feel happy again, and for just a moment a thought snuck into her mind. *Maybe Twilight will think you are beautiful again.* Gloom closed her eyes and took a breath to steady herself before submitting to the attention.

Applejack's hooves thudded with impressive force into the trunk of an apple tree. She winced a little, her hooves still bruised from all the punishment they received in the name of Equestria. The Rainbow maned pegasus swooped through the tree, grabbing the few apples that had not tumbled down before landing beside the cart and depositing her harvest. If the scene were played out a year ago, nopony would have believed it. The two most competitive ponies in Equestria working together, but today they had somepony else to complain about.

"The nerve of that pony..." Dash grumbled for the hundredth time that day.

"I know Dash... she's what my pappy would call a manure-disturber." Applejack wiped her brow and flopped down into the shade beside the wagon where Dash joined her. "Plain and simple attitude problem... makes yer ol' friend Gilda look tame."

"Tell me about it..." Dash sighed, "I can't wait for her to slip up... she's begging for a blast from the elements of harmony." Dash reached up and touched her neck as if she could still feel the weight of the necklace hanging there.

"She's beggin' for a blast from these here hooves iff'n' she makes one more crack 'bout the way ah talk..." AJ slipped off her dad's hat and looked down at the worn material. "What do ya suppose Fluttershy and her

whispered about? It's been buggin' me fer a while now."

"Who knows...?" Dash grabbed an apple from the basket and took a bite. "I haven't seen Flutters that down since last winter though..."

Applejack went quiet and actually dropped her hat. The memories of that winter coming flooding back, the cold was much more than many ponies had expected. It hit the forest animals hardest of all, many hadn't survived. "Could it be that easy?" She mumbled and Dash raised an eyebrow.

"What are you getting at AJ?" Dash reached over and nudged her friend's shoulder. The farm girl pony looked up at Dash with haunted eyes.

"I... I think I know what's eatin' her but... I better go ask ta be sure." AJ spoke softly and almost cradled her precious hat closer to her chest.

"What you mean actually be **nice** to that pony... darkness... thing?!" Rainbow Dash stood up and looked at her friend in disgust.

Applejack glared daggers at the blue pegasus and rose to her hooves. "If my hunch is right... we got no right ta treat her with anythin' but kindness."

Spike arranged the daisy sandwich neatly on the tray along with the glass of water. He wasn't the best cook going but he could still put a sandwich together. *I don't care who twilight wants to take to bed.* He thought as he slowly carried the tray up the stairs towards the now silent room. *I just want her to stop wrecking the place...*

He paused at the top of the stairs and looked upon the pony who was, for all intents and purposes, the only family he had. She was sitting with several empty bottles surrounding her now. Carefully the dragon picked his way over the glass-strewn floor and deposited the tray on Twilight's small writing desk. He fought back the growing tears as he collected the empty bottles and tried to get them out of Twilight's line of fire.

"Hey Twilight... I ummm... I brought you some dinner... it's not much but umm..." Spike began, feeling his resolve slipping as Twilight sat stock still with her eyes glued to a photograph of the six friends (plus Spike) in its

delicate frame. "I'm... real sorry for what happened... and I... I just... it's ok if you like mares... I-" Spike never got the rest of his sentence out, Twilight's eyes shot up to meet his gaze with a look of pure anger in them. Spike had never seen Twilight this angry for this long and he stumbled over his tail as he backed towards the stairs.

Twilight yelled at the top of her lungs and shut her eyes tight as she could, bolts of bright white lightning arcing through the air and burning black holes in the woodwork and very nearly in Spike's hide. Spike scrambled down the steps, just dodging the thrown picture frame, as the sound of complicated and extensive destruction rattled the upstairs of the tree. The purple and green dragon, for his part, simply cried.

Gloom trotted from the spa feeling like a new pony. Everything was relaxed and cared for. Her unique coat shone in the soft sunlight and her long curls had been restored to their former glory. She even had the luxurious and no doubt expensive pony-pedi to brighten her hooves. Her eyes opened and she let out a gasp, regarding the scene before her. Pinkie Pie stood with several balloons tied into her mane and tail and a large cardboard sign that read 'Cheer up Gloomy Pony'. Beside her stood both Rainbow Dash and Applejack as well as a bashful Fluttershy. They all had expressions on their faces, which spoke volumes.

"You... you all know..." Gloom's eyes went wide and Fluttershy immediately came forward.

"Oh... Pinkie knew... and I did... but Applejack and Rainbow worked it out all on their own, I'm sorry... but... Twilight still doesn't know." Fluttershy mumbled a little and looked away.

"A-and you... all want to cheer me up? Like... f-f-friends?" Gloom let the last word fall from her lips as if it was unfamiliar to speak it, the corners of her lips twitching up a little. She turned back to Rarity who was a little confused by the display but smiled nonetheless. "F-friends? I... I have... friends..." The assembled ponies came closer and each nodded a little to Gloom. Her heart just soared; it was all far too good to be true.

Before she could react more, a pink blur of a pony began to herd her towards the sweet shop, the late afternoon sun making the building glow



with the invitation of delectable food. With her newfound companions at her side, for the first time since her mortal life began, Gloom felt happy and a sound that had not been heard in Equestria before filled the air in the street. It was laughter, high and pure though so very warm and inviting. Everypony who heard couldn't help but smile as the dark clouds that had frequented their town over the last two days began to fade away into nothingness.

It was much later in the evening but Twilight kept the blinds drawn, looking through her tears at the bright pink envelope that had been slipped beneath her door during her little episode. An invitation to a Pinkie Pie party, a party for the one pony in Equestria that she hated with a passion.

"T-Twilight..." Spike whispered from the stairs, afraid to get too close. "D-don't zap at me again... ummm please... but... they're asking where you are... again..."

Twilight twitched and her horn sparked in the darkness of the room. "Tell them... tell them I'm not coming out! I mean **going...** going out! I don't want to see her again! Do you understand?!"

Spike ducked out of view and slowly slipped back down the stairs, sighing gently before he spied the pink pony waiting downstairs. "No luck... she still won't come..." The little dragon watched as Pinkie's mane let out a little frizz.

"You can come, Spike. There's still plenty of party left." Pinkie smiled gently to the young dragon but Spike only shook his head.

"Nah... Twilight might need me." Spike looked back at the stairs.

She took a breath and sighed before setting down a slice of cake with swirled purple and ivory icing. "Tell Twilight that I'm sorry I bothered her... enjoy your cake Spike..."

Spike looked from the cake slice to the stairs, the darkness at the top seeming even more saddening than usual. Spike sighed again and cringed as the sound of breaking glass filled the upstairs of the library. "Oh great... she snapped again..." Spike muttered to himself and sniffled a little. "this

isn't fair..." He sighed digging into his cake in silence while the pony who he considered his big sister was upstairs tearing her room to shreds in frustration.

Pinkie slipped back into the party, all eyes turning to her as she shook her head. There was a round of disappointment from everypony save Gloom who only looked down in concern.

"Perhaps I should go see her myself." Gloom offered, chewing her lower lip gently. "Not that I'm eager to leave this wonderful party but... it does feel empty still without Twilight."

"You might wanna be extra super careful... Spike said that Twilight almost zapped him with lightning when he tried to bring her some supper." Pinkie offered before dropping another hot sauce covered cupcake into her mouth. Gloom blinked a little at how easily she could unhinge her jaw.

"Twilight ain't the type ta hold a grudge this bad, why's she so upset with ya?" Applejack trotted over to Gloom and nudged her softly.

Gloom took a slow breath and looked at her new friends. "I will try and tell you... then I think I should face Twilight... and settle our differences."

The five elements of harmony sat around as Gloom spoke. Explaining the best she could about why their good friend was acting so out of sorts. Each pony let out a gasp as the tale ended, Fluttershy and Pinkie descending to tears, each bid Gloom to talk to Twilight and bring their good friend back.

Twilight looked around at the ruin of her room, broken picture frames and books, which would now need a great deal of tender mending spells. Twilight had spent her heartache and rage; she had emptied herself out of all her pain and was left staring at the darkness, basking in the feeling of being alone. She didn't notice the library door open or the sound of a pony climbing the stairs.

Gloom looked upon Twilight Sparkle and her heart sank once more. The rage of her actions was clear in the littered devastation. The purple unicorn looked like she had been through hell in the course of the day. "Twilight?" Gloom finally whispered and the deep purple eyes slowly turned to where she stood.

"I give up..." Twilight let the words fall from her lips. "I don't care anymore... I like mares... maybe I like them a lot... probably even more than stallions... you're living proof..." She stood slowly and stumbled in the dark to her little desk and the bottle of wine that had remained un-emptied and miraculously unbroken. "Living Celestia damned proof!" Twilight popped the cork and lifted the bottle using her magic, taking a long swig.

"Twilight... your friends are worried..." Gloom spoke slowly, as if to a child. It was clear that the purple unicorn had been drinking but it wasn't clear how much she had consumed already. Gloom had to be kind, had to remain calm but inside she wanted nothing more than to beat the unicorn silly for doing this to herself.

"My friends! HA!" She pulled the bottle from her lips and staggered over to Gloom. "Turned on me the moment Fluttershy started crying! Why couldn't they just hate you like me! Why can't they just see that you're some kinda evil firecracker waiting to explode?"

Gloom began to tremble, looking into Twilight's eyes. "They're worried that you're hurting yourself..." The dark mare stuttered gently, trying to hold her mounting anger in check and hold back the tears that were coming.

"Too bad!" Twilight slurred and took another drink from the bottle. "You're evil! Dark hearted and bad! They just need to see it... just for a minute then they'll see that I'm right! And we can blast ya like we blasted Nightmare Moon!" Gloom was shaking now as Twilight continued like a runaway train. "Why do you have to get angry at them all the time and shout and yell... and nearly kill us... and... and Why did you kiss me!? I don't **want** to love you!" Twilight smashed the half-empty bottle against a wall, the deep crimson of the wine running down the empty shelves and onto the floor like blood. With her horn glowing she advanced on the object of her all consuming rage.

Gloom finally snapped, her eye twitching as all her pain boiled forth. "Twilight Sparkle! Sit down and shut up!" she commanded, her voice resonating with an echo of her former power, the time for gentle patience was over. Twilight stopped her advance and blinked. "**You** kissed **me**! You created me from images in your own mind! I am the embodiment of all you could desire in a companion! Romantic! Intelligent! Seductive and so very in love with you! I love you with everything I have in my rotten black heart! How do you think I feel seeing you like this?! Or seeing you try to turn your friends on me like a pack of wolves!"

Twilight's eye twitched, "If you're so 'in love' with me then why have you been insulting me and my friends!? Even Celestia is fed up with you! I heard that you brought Luna to blows. What's wrong with you?!" the purple unicorn moved forward and pressed her nose against Gloom's, trying to push the dark mare back.

Gloom wound her hoof back and struck Twilight solidly in the cheek, sending her stumbling a few steps before she bellowed at the top of her lungs. "Because I'm DYING you twit! How would you feel if you knew you only had a few months to live? You would rage at the world just like ME!" Gloom winced and let out a high yelp of pain before choking hard and descending into a pained coughing fit. Finally, she drew a breath before spitting a glob of near black blood against the library floor, her eyes red and overflowing with tears of near agony.

Twilight blinked as a new feeling crashed into her, sobering her in an instant far better than the blackest coffee or the coldest shower. All her anger evaporated in an instant to be replaced by deep black fear. "D-dying... why?" She breathed; feeling like her whole world was pulled out from beneath her.

Gloom sighed and slumped back onto her haunches. "You bound immortal evil to the body of an earth pony... I am capable of such horrible things... the goblins were nowhere near the worst things I could have loosed on the world." Gloom trailed off with her dark eyes gazing downwards. "The ancient degradations, the hoard of travesties... the nightmare child... the nameless horrors that would drive ponies insane by their very mention... Twilight, these things were never meant to be inside the mind of a pony. The evil is poisoning me... it has been killing me since

the day I was given this mortal shell..."

Twilight choked back her tears and stumbled closer. "You... can't die... you said you were ancient... and forever... you said you were forever." Twilight stammered and mumbled as she sat before Gloom.

"I was... now I will end... I... I wanted so badly to be forgotten, Twilight... I begged Celestia to lock me away until I died but she insisted that I spend my final days with... with you..." Gloom looked up to Twilight just as her own tears began to fall. "To try and be happy before the end..."

"Why didn't you tell me...? Why would you want to be forgotten?" Twilight whispered and reached a hoof out to touch Gloom against her chest. The dark pony didn't recoil from the touch.

"Twilight... I feel your sadness... I know it... I can feel it in you now." Gloom looked deeply into Twilight's eyes and let out a shivering sigh. "It would be cruel of me to give you my affection only to have me fall over dead within a year. I risk having my heart explode in my chest every time I lose my temper. I can't bear the thought of hurting you... oh Twilight..." Gloom broke down into tears, shuddering all over. "I missed you... I have missed you so very much... tell me... tell me do you feel the same?"

Twilight's eyes overflowed as well and she squeaked, nodding to Gloom and mumbling almost incoherently. "Yes... yes I felt so alone... like a part of me was gone... it was you... the missing piece." Twilight took a breath and pulled Gloom close, for the first time noting how clean her coat looked and how radiant her long locks looked. She was restored, just as she had been in the world of darkness when they first met. "What do we do Gloom? Where can we go from here...?"

Gloom clung tightly to Twilight as if she expected the unicorn to be swept away in an instant. "I don't know Twilight... we... we could just handle each day as it comes... as long as I last..."

Their eyes locked and slowly they shared their second kiss. This one given freely by both, a kiss to dispel their pain, regret, and sorrow. Locked in the embrace they let the rest of the world fall away.

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Twilight Sparkle sat in the grass calmly; eyes half closed as she gently laid a flower before the pearly white gravestone. She was sniffing a little before a gentle hoof was laid upon her shoulder. "How long have you been there Fluttershy?" Twilight smiled and looked up at her friend, the pale yellow pegasus smiling shyly as always.

"Only a few minutes... I was worried you would catch cold... it is nearly winter you know." Fluttershy took a seat beside Twilight and the purple unicorn chuckled, shaking her head.

"I know... but I had to come visit... today is the day after all..." Twilight turned her eyes back to the stone and smiled a sad little smile.

"It's been a year since she passed Twilight... t-tell me... umm if you want to that is... but... was it worth it?" Fluttershy carefully laid a wing over Twilight's back to keep the chill breeze off her coat.

Twilight nodded gently and her smile spread wide. "It was wonderful, Fluttershy. One hundred and three days. I... lived more in those months than my whole life... remember the party?" Twilight laughed and curled a little upon herself. "My 'coming out' party... everypony was so supportive... so kind... and they treated Gloom like family... and the picnics at Sweet Apple Acres... or... or the time we went stargazing... or when I... took her to Canterlot to see my mom and dad..." Twilight was crying unashamedly now, trembling. "Oh, Fluttershy it was so wonderful... even knowing it would end didn't matter... I learned to treasure each moment... even the little moments. But she hung on so long..."

"We all miss her... we may have been scared at first but seeing how happy she made you was all the reassurance we needed." Fluttershy gently dabbed her eyes dry, smiling a little herself. "We are a little worried though..."

Twilight looked up at Fluttershy who blushed meekly once more. "Why would everypony be worried? Well I mean I've been a little depressed but... not enough to worry anypony. Have I?"

"Well... ummm... you see... we're all worried that it's been a year and you're not... well... everypony is getting older and settling down." Fluttershy blushed and scuffed her hoof in the grass shyly and looked over her

shoulder to where Big Macintosh stood patiently at the edge of the cemetery.

Knowing spread over Twilight's face and she blushed. "I... had noticed, yeah... I just think I need a little more time... Gloom left some awfully specific shoes to fill..." Twilight stood slowly and helped Fluttershy to stand as well.

Fluttershy gave a gentle nod as always and started to walk back down the path out of the little cemetery towards the waiting embrace of her soon to be husband. Twilight went to follow, smirking to herself at Fluttershy. She and Mac had danced around their relationship for ages. Pinkie and Dash were so obviously together and there were whispers of Rarity and Applejack spending long nights in each other's company. Twilight still smiled while she turned back to the grave. "Life goes on here... but I promise you won't ever be forgotten... not ever, Gloom..." Twilight whispered softly before her tear-filled eyes read over the inscription that she had written carefully for the dark mare of her dreams. The the purple unicorn made her way back to the glowing lights of Ponyville and her friends, knowing that tomorrow would bring more laughter and more fun and maybe, just maybe, the chance to find somepony who could fill that little empty space in her heart.

The sun slowly set over the Ponyville cemetery. The last golden rays touching each pearly marble marker while the air carried the silence of the cool fall breeze. For the briefest moment, the sunlight set words ablaze across a familiar polished stone...

*Born Of Shadows Given Breath  
She Learned Love and Laughter  
Now Forever She Sleeps  
With Sunlight in Her Soul*

**~~THE END~~**