



Exodus
By Hurng

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Prologue

Solar Emperor Galaxis stood on the balcony of one of the last intact sections of the Imperial palace and looked over what remained of his dominion. Canterlot city, the city of his forefathers, and the city which he had raised to heady heights of glory and prosperity, was in ruins. Its famous spires, each more than ten kilometers high, had collapsed. Their fall was marked by enormous ravines which bisected entire city blocks. In each of them had been contained tens of thousands of years of Equine history and culture, since they were raised by King Cometes himself, long before the Imperium had even been conceived of.

A constant shower of shrapnel and debris rained through the layer of smoke which blotted out the sky, a byproduct of the massive space battle occurring for control of Equestria Prime. Here and there, the enormous wreck of a warship made it through the atmosphere intact and landed in the city to destroy dozens of buildings and leave craters kilometers wide.

Galaxis scowled at the destruction being visited upon his city. This was Canterlot! The greatest center of culture, arts and sciences in the entire galaxy! It did not deserve to be desecrated by the dishonorable weaponry of alien invaders. Even worse, alien feet would soon march through its streets, and Equine blood would soon stain it irreparably. Though his pride rebelled against such notions, Galaxis supposed that in end, it did not matter what state the city was in. He would put an end to its misery all the same.

The clatter of hoof steps interrupted Galaxis' musing, and he nodded to a nearby praetorian bodyguard.

"Leave us." The praetorian, a huge, muscular horse clad in elaborately filigreed powered armor, dipped his head in respect and filed out. The sound of heavy, adamantium shod hooves resounding from other the other corners of the room signaled that his cohorts were doing the same. When the last hoofstep had stopped echoing across the vast throne room, Galaxis turned to regard his visitor.

Dictito Contemplorae was Emperor Galaxis' most trusted friend and advisor. At two hundred years old, the purple unicorn horse was also one of the oldest living Equines and had personally tutored both Celestia and Luna. Though positively ancient by normal equine standards, his movements were still youthful and energetic. Galaxis had never been sure whether such strength was the result of a spell or a byproduct of Dictito's boisterous personality. As he raised his lined, baggy face to regard Emperor Galaxis, the edges of his eyes crinkled with amusement, and his mouth creased in a smile which immediately soothed Galaxis' simmering anger.

"Ever the brooding worrier, old friend. What are you doing here, alone in the dark?" Dictito's once booming voice had lowered significantly over the years and was no longer as great and stereotypically didactic as it used to be, yet it still retained warmth, humour and a healthy dose of harmless irreverence. As Dictito had spent more than a hundred years in Galaxis' household, the Emperor had long ago decided that such informality was a privilege only the old unicorn would be allowed.

"Somepony needs to think about our future. Poseidon knows you have little time for such concerns with the riotous manner in which you live your life." Galaxis smiled warmly and trotted forward, lowering his head a little to make direct eye contact with Dictito. "It is good to see you, Dictito. What news do you bring?"

"More of the same, I am afraid." Now the unicorn's smile dropped, and he narrowed his eyes as he spoke.

"The Federation has just destroyed Fort Triaritus with an orbital bombardment. Canterlot is the only city which remains to oppose them." Galaxis merely nodded. Such news had been expected.

"When will they arrive?"

"They will be at our gates by tomorrow morning. They will seek to take the city through force of arms in order to make their victory that much more glorious." Dictito's expression turned grave. "Our pegasi tell us that they number in the millions. They are supported by all the panoply of war. Armored vehicles, artillery, air support. Enough weaponry to destroy us ten times over."

“Old friend, you still think as a scholar does, not as a soldier. We do not need to defeat them in battle. We merely need to delay them.” Galaxis turned his head away to regard a portrait which hung over the throne. It was a portrait of his family. A reminder of happier, better days. “Are my daughters secured? Is our plan ready?”

“It is. The Ark has just finished final preparations. It has been generously supplied and all aboard have been prepared for the voyage.” At this, Dictito averted his eyes. Galaxis turned back, finding the sudden silence telling.

“You know that I would have you on board the ship, old friend. I do not wish for you to die here.”

Dictito looked straight at Galaxis, his old eyes burning with conviction. When he spoke, his words were impassioned and hard.

“And you know that I could not simply abandon my Emperor nor my home to their fate. Duty until death, as your father used to say.” Dictito turned and began trotting towards the throne room door, his tone returning to its normal, mirthful and irreverent state.

“Besides, without me to take care of you, you’ll probably trip and break something before you get your chance for a glorious last stand.”

Under the imperial palace, within a grand chamber hundreds of kilometers wide, a mighty behemoth was primed for its first and greatest mission. Dubbed “The Ark”, it was designed to take fifty thousand of the Imperium’s finest citizens to safety. To bring them to a new home, and to a new beginning for the Equine race. All aboard had been chosen for their exceptional skill and knowledge in their respective fields. Master craftsponies and expert farmers rubbed shoulders with engineers, doctors and scientists. Yet, as diverse as their skills were, all were equal in their misery.

They were to be the last of the Equine species. Soon, millions of their brothers and sisters on the surface would die, that these last few might live. Many were wracked with agonizing guilt, but none more so than the two

alicorns at the core of the ship.

At the core of the ship, the two Princesses thrashed and raged against their restraints. Their cries deafened all who dared approach, and their wild movements threatened to tear their restraints out of the walls, despite them being solid steel and adamantium armatures designed to accommodate tens of thousands of tons of force. Their chamber was sealed, the crew chief giving strict orders not to intrude upon the two princesses until the ship was well away from Equestria Prime. Horn restraints prevented the two princesses from bringing their massive powers to bear, enchanted as they were by Emperor Galaxis himself, who would not see his daughters die in the fighting on the surface of Equestria Prime. At the core of the ship, Celestia and Luna begged to go to their father. Under Galaxis' own orders, they would not be released, for they were the future of the entire Equine race.

Emperor Galaxis stood patiently on his balcony as attendants fastened a gleaming adamantium breastplate to his muscular chest. Greaves were fastened to his legs, and his hooves shod in gold filigreed adamantium boots. Another attendant fixed a resplendent, blood red cape adorned with golden thread to his shoulders and carefully arranged it to fall over his right side, in the traditional Equestrian manner. His flowing golden mane was brushed and expertly styled, sweeping back and flowing on its own volition, as if carried by a magical wind. Finally, with the extensive preparations complete, his attendants stepped back, and the captain of his praetorian guard presented him with the sword of Poseidon. The magical, living blade pulsed red with bloodlust, as if it eagerly awaited the coming battle. *Perhaps it did.* Galaxis marveled, drawing the sword and examining the masterful craftsponyship which had gone into its construction.

According to legend, the blade had been gifted to King Divinus, the very first alicorn monarch of the Equine race, by Lord Poseidon himself, creator of the Equine species. Since then, the blade had been passed down through successive alicorn monarchs over tens of thousands of years, until King Cometes had presented it to Galaxis on his death bed. Emperor Galaxis drew the blade telekinetically and raised it. Stepping forward to the front of the expansive balcony, he regarded the final remnants of the imperial army.

Five hundred thousand trained soldiers stood arrayed in neat columns on the parade square before him. Their armor was worn and battered, their weapons were on the verge of breakage, and their faces were exhausted and fearful. They were all that remained of a once glorious and unmatched force which had numbered in the billions.

Taking in a deep breath, Galaxis cast a spell of projection and raised the sword of Poseidon high in the air.

“Strength. Duty. Honor. Loyalty. Discipline. Magic. These are the foundations of our society which we have upheld for ten thousand years. These ideals are the most powerful force in the universe. They are greater than the Federation which has come to destroy our people, our works, our culture and our ideals. Take heart! Our ideals will assure us final victory in the end!” Galaxis stared straight down at his soldiers, a spell causing all below to feel as if he was looking into the eyes of each individual soldier simultaneously.

“Do not mistake our sacrifice here as the death of our civilization. For it is instead a new beginning. A new chapter in our glorious million year history. Trust in your Emperor as you trust in your brothers. Trust in me when I say that our people will not die today!” Galaxis observed the straightening of shoulders here and there, new expressions of resolute determination present on many faces.

“This day, fight knowing that your sacrifice will give life to countless future generations! Fight knowing that I will be alongside you! Know that each and every one of you who goes into battle today will be as my own brother!” His audience was rapt, and Galaxis raised his horn and illuminated each and every soldier below with the warmth of sun itself.

“Soldiers of the Imperium! I salute you!”

The cheers of the five hundred thousand reverberated across the entire city. All who heard it knew one thing. The Equine were ready to die.

Within several short hours of their attack, the Federation's troops had breached Canterlot's walls. Human and Barathi shock troops stormed the streets of the city, their muscular, large frames serving them well in the brutal hand to hoof combat which followed, while the avian Funahr swooped and dived in aerial combat with pegasi air units. Towering Mastodon assault platforms bearing the emblem of the Federation smashed their way into the city, the quadrupedal mechs going toe to toe with Equine tanks in duels which destroyed entire city blocks. Corpses fell and blood ran in rivers as the multi species army drove deep into Canterlot, exacting harsh vengeance against the Imperium's citizens and soldiers alike. Equines died stoically in their homes and on their hooves, never surrendering an inch to the invaders without a struggle. Inevitable death gave many a sense of fearlessness and courage, and the Federation paid dearly for its slow victory. Lasers and bullets lit the night as a cacophony of warfare and death filled the air. A chorus of screams followed an instrumental accompaniment provided by the roar of guns and crack of lasers, punctuated by the heavy, plodding feet of Federation battle mechs.

Captain Bellus Acie of the Equestria Prime Homeguard pulled the firing lever, sending a high powered armor piercing shell into the side of a Federation Mastodon assault platform as it smashed through the side of what had once been a hotel building. The shell tore through twenty centimetres of armor plating and detonated, exposing bundles of artificial muscle and wiring and causing the quadrupedal battle mech to stumble.

"Load high explosive!" Bellus barked to his crew. A second later, a loud click signaled that the Warhorse battle tank's railgun was primed.

"Ready!" Came the response from the loader. The shell was fired and detonated just inches short of the exposed innards of the Mastodon, shattering armor and spraying the immediate area with shrapnel. The Mastodon's pilot quickly recovered his balance, violently forced the mech onto its feet and sent it into a loping head on charge towards the Imperial tank.

"Full speed reverse!" Bellus shouted "Load armor piercing!"

The Warhorse tank's powerful engines sent the tank moving rapidly

backwards at thirty five miles an hour, still slower than the Mastodon's powerful running gait. The third shell was loaded, but before Bellus could pull the lever, the Mastodon fired its shoulder mounted rocket pods. A storm of twenty armor piercing rockets sped towards the Imperial tank and peppered it with detonations, shaking the crew around and shaving large chunks of armor off the tank's chassis. Before the tank crew could recover, the Mastodon jumped the final few meters and landed within arm's length of the Imperial vehicle.

Powerful actuators in the mech's neck and legs activated, and the Mastodon slammed its massive diamond edged tusks into the Warhorse tank's side, tearing an enormous rent in the armor and almost breaching the crew compartment. Bellus was violently jerked to the side, his helmet impacting on the cushioned wall of the command pod with such force that he rebounded off just as quickly. Desperately rotating the turret to the side, he pulled the firing lever, attempting to shoot off one of the Mastodon's shoulders.

The shell tore into the armor and detonated at point blank range, jerking the mastodon to the side. However, its tusks were still embedded in the Warhorse tank's armor, and a great chunk of armor was simply ripped off as the mech flailed. The crew compartment was finally exposed, and Bellus' loader died messily as a tusk ripped him in half. The Mastodon shook its tusks free of the armor and took a great step backwards, creating distance between the two vehicles.

"Rotate ninety degrees and present frontal armor! Reverse! REVERSE!" Desperation tinged Bellus' voice as he realized what the Mastodon intended to do. Just as the tank's threads began to grind on the concrete ground, the Mastodon triggered its head mounted flamethrower and created a furnace inside the Warhorse tank.

Bullets peppered Captain Swift Shot's forward command post, showering him with shrapnel and debris. When the enemy fire ceased, Swift peered over the sandbags and loosed a barrage of hot steel at the advancing enemy formation.

"Third squad, fall back to secondary defensive line! All squads, suppressing fire!"

At his order, all the surviving soldiers in Swift's third and fourth companies popped out of cover and fired every weapon they had at an oncoming wall of solid steel formed by a line of Federation Battlemaster powered armor. The five centimeter thick shields mounted on each infantryman's arm had formed an impenetrable defense for Federation troops, allowing them to advance up the wide thoroughfare of the Canterlot market district in safety.

As Swift's ponies fired at the Federal battle line in an attempt to slow them down, Third Squad galloped from the safety of its cover towards the forward command post. They had barely gotten half way across the thoroughfare when they all keeled over, bleeding profusely from wounds in tops of their backs and necks.

An avian screech of triumph resounded through the air as a formation of Funahr swooped down on the command post, their rifles blazing and hitting several of the Imperial soldiers who had leaned over their cover to fire. Through the tattered cloth roof of the command post, Captain Swift saw the Funahr wheeling back around for another strafing run. With the command post unprotected from aerial attacks, his troops would be easily slaughtered where they stood.

Glancing back towards the relatively clear thoroughfare, and then at the solid steel wall slowly advancing on their position, Swift came to a realization. If they advanced, they would be crushed. If they retreated, they would be cut down as they fled. If they stayed put, they would be slaughtered anyway. They were dead ponies walking and they hadn't realized it yet.

"For the Emperor!" Making the final decision of his life, Swift picked up a bandoleer of grenades, pulled the pins, and galloped towards the advancing Federal troops. Through the roaring in his ears, he faintly heard his troops taking up the battle cry and following him over the top.

The Federal troops broke ranks soon after as they climbed over the ruined command post, stopping only to execute what wounded ponies they saw. The journey to the Imperial Palace brooked no further delays.

Behind the front lines, a crowd of equine civilians huddled together in a bombed out shop. Dressed in tattered clothing and carrying homemade weapons, they had been organized into rough militia units. Their task was to act as a mobile reserve and as shields for the trained soldiers should the need arise. Thus far, their involvement had been limited, and many had spent the past few hours simply waiting for death. Their chance did not take much longer to arrive. Imperial soldiers began retreating before the Federation's relentless attack. They abandoned their fortifications and ran back to the Imperial palace in droves. As they did so, the militia would charge the Federal forces and sell their lives to buy time for the Imperial army to redeploy.

"For the Emperor!" The cry went up across the Imperial battle line, and hundreds of thousands of civilians raced out from behind the fortifications, crude weapons clutched in their teeth or levitated alongside them. The prospect of inevitable death and an ingrained sense of duty and honor rendered them fearless, and most accepted their deaths with barely a moment's hesitation.

And die they did. Two million of the Imperium's citizens charged the Federation's forces across the circular battle line. Half an hour later, none were left standing.

Solar Emperor Galaxis stood on the kilometer long courtyard of the Imperial Palace, his praetorians arrayed behind him in neat, ordered rows. Each horse was a muscular and courageous veteran of the Imperial army, the very best the organization had to offer. Their powered armor gleamed and shined, even with a thick layer of smoke blotting out the sun. Red banners bearing the symbol of the Imperium, a blazing sun emblazoned over two crossed and bloodied swords, fluttered in the mild breeze. At the bottom of the kilometer long staircase leading up to the palace, the last soldiers of the Imperial army held the line, fighting admirably as they attempted to hold the great gate against the tide of Federal troops. It was a lost cause, and they were soon swallowed up by the swarm of alien invaders.

Emperor Galaxis turned to regard Gladiato Ferre, the enormous and valiant horse who commanded the praetorian guard, and Dictito Contemplorae. Galaxis betrayed not a hint of fear or despair on his features as eyed his two oldest friends.

Dipping his head, he spoke his last words.

“My friends, it has been an honor.”

When the two horses returned the gesture, Galaxis drew the sword of Poseidon and levitated it into a guard position.

With a bestial, animalistic roar, the Emperor led his praetorians to their last battle.

Within the mighty inner workings of The Ark, great engines whirred and spun, powering up for the first time in their lives. A great thrum vibrated through the vessel as life was breathed into it. Thousands of pipes and gantries connecting the ship to its berth popped off with hisses and clicks loud enough to deafen an unsuspecting individual. Within the berth's control room, the operational staff saluted the last hope of the Equine race, then, as one, drank poison. Maintenance workers jumped off the gantries into the vast depths below the berth. In the chamber of the Princesses, Celestia and Luna wailed even louder as they realized that they were being taken away from their father and their home.

Galaxis dodged and weaved as a barathi with steel wrist blades adorning each of its four muscular arms attempted to perforate him. The dark skinned alien's powerful arms were a blur as they stabbed towards him, and Galaxis found himself quickly getting overwhelmed. It was like fighting four coordinated and lightning fast opponents instead of merely one. Leaping backward, out of range of the barathi's weapons, Galaxis telekinetically grabbed a nearby human soldier and threw him at his opponent.

The barathi was forced to use its two left arms to swat the corpse aside, allowing Galaxis to dart in with magically enhanced speed and slice off both arms with the sword of Poseidon. The alien screamed in pain and collapsed, writhing on the floor as purple blood began pumping from the stumps. Galaxis silenced it by stomping on its throat with his adamantium shod hooves, then turned to fend off a bayonet thrust from a charging human.

All around him, praetorians and equine civilians were engaged in their own duels to the death. Galaxis' praetorians were all warriors without peer. They had been the very best members of an organization which had numbered in the billions, a fact which spoke volumes for their skill and experience. They were among the best soldiers in the universe, second only to Emperor Galaxis himself. Yet they were mortal. Powerful and courageous as they were, even they had to fall to the hundredth stab of a bayonet. Even they had to slow when their armor disintegrated under a hail of bullets and lasers, piercing them with thousands of shards of shrapnel.

Slowly but surely, through sheer weight of numbers, the Federation was prevailing. Galaxis knew that it wouldn't be long before they were overwhelmed entirely.

Galaxis parried a bayonet thrust from a second human and swept his sword through the barrel of his opponent's rifle, bisecting it cleanly. The buck which followed smashed in the human's faceplate and sent him flying. A winged and feathered funahr soaring above screeched a challenge and dove towards him, its laser rifle cratering the ground around Galaxis' hooves. Galaxis unfurled his enormous wings and shot straight toward the funahr, his horn lowered. The avian alien panicked at this unexpected turn of events and fired wildly at Galaxis. A lucky laser bolt rebounded off the alicorn's adamantium breastplate and singed his mane. Closing the distance rapidly by magically enhancing his speed, Galaxis rammed his horn straight through the funahr's light body armor and through its chest.

Not pausing for a second, Galaxis turned and telekinetically threw the corpse at a human fighting below, and was satisfied to see him distracted long enough for a mob of equine civilians to engulf and hack away at him with their crude weapons.

Scanning the battlefield, Galaxis located Dictita Contemplorae at the rear of the melee. He was flinging fallen weapons and sharp objects telekinetically at high speeds, felling aliens by the dozen. As Galaxis wheeled around to land beside Dictita, an extremely close explosion flung him away from the battle and onto his back. Shaking his head to clear his vision, Galaxis found a crater where Dictita had been. A moment later, his killer revealed itself.

Ascending the palace steps slowly and ponderously was a Mastodon assault platform. Its heavy metal feet shattered marble and debris as it moved, and its back mounted battle cannon was smoking from its recent discharge. The Mastodon triggered its head mounted flamethrower and enveloped every remaining equine on the palace courtyard in an agonizing furnace. It paid little heed to the injured humans and barathi it incinerated at the same time, the price deemed acceptable for such dangerous targets.

Emperor Galaxis reacted quickly, throwing up a magical shield which prevented the flames from reaching him. It was time for the final part of his plan. Galaxis quickly unbuckled his breastplate, greaves and cape. He telekinetically arranged them so that the jewels embedded in each item of clothing faced upwards, then planted the sword of Poseidon in the ground. He removed his war crown, then placed the golden artifact on the sword's pommel.

Galaxis lowered his horn and summoned as much magical energy as he could muster. When no more would come, he cast a spell to consume his own body, converting it into raw magical power. The effort caused him to stagger, so monumental was the task allotted to him. Thinking of his people and of his daughters, the living God struggled through the pain and poured all of his power into the Elements of Harmony within his armor. His immortality, his godlike powers and his millennia old will were transferred into the Elements and consumed to perform the task required. As the shield dropped and Galaxis' now frail body was consumed by the flames, the Elements activated. Honor, duty, discipline, strength, loyalty and magic combined to destroy the planet itself.

The entire planet shook with such force that buildings collapsed and men were thrown off their feet. Lava spurted from the planet's core and erupted in great fountains across the surface. Mountains shook and exploded,

sending rocks the size of skyscrapers into space even as smaller boulders whizzed through the air like bullets, shattering buildings and creating massive furrows in the ground. Oceans boiled and rose above the clouds to consume entire continents. Trees shattered and the very ground buckled and crumbled. Equines and aliens alike tumbled into massive chasms and holes which appeared to swallow everything in their wake.

Recognizing the results of the emperor's final act, the captain of The Ark, an old naval officer by the name of Admiral Argo Nautilus, directed the bridge crew to launch the ship through the ruins of the Imperial palace. As the great ship burst from the rubble and sped towards the stars, its thrusters incinerated all who might have reported its existence, destroying half the city in the process.

In the space battle above, the few remaining ships of the Imperial navy prepared to sell their lives dearly. The last mighty Equine battleship prepared to fire a fierce broadside, its lasers and rail guns groaning and whirring into position, while the smaller surviving ships formed a battle line and prepared to meet the Federal fleet head on one last time. The captains of the ships led their ship's crews in final prayers through the speaker systems. Weapons were loaded and chambered for a final time, and crewmen hugged each other and said their goodbyes.

The enemy attack never came. The Federation had frantically diverted its entire fleet and dispatched tens of thousands of ships to the surface, rescuing millions of troops from Equestria Prime but leaving many more to die. In this chaos, it did not notice The Ark burst forth from the ruins of the imperial palace and leave Equestria Prime to travel to the edge of the solar system, as preoccupied as it was with saving its sons and daughters from the deadly planet. The dozen remaining ships of the once million strong imperial navy followed. As one, the last of the Equine race opened a hole and escaped the solar system at faster than light speeds as Equestria Prime exploded behind them.

Aboard the ships of the Exodus fleet, as it was now termed, an air of depression and grief took hold among the assembled Equines. The entire

empire had crumbled. No world remained under imperial control. Nothing was out there, save the hostile forces and citizens of the Federation. Where could they go in a galaxy which despised them? The destinies of one hundred thousand Equines lay in the hooves of two alicorns about to go mad with grief and anger. Would Celestia and Luna be fit to lead? Would they even care? None aboard the ship had the answers to these questions.

Each pony and horse shared a single thought as the ships forged their silent journey into the dark beyond.

What future could there possibly be?

Chapter 1

A Leader Arises

Captain Fortis Hastae was not what most would call an ideal soldier. Unlike many of the equines who had once served in the imperial army, Fortis had an unhealthy preoccupation with preserving his own life. Others could keep their glory and honor. Fortis just wanted a quiet life. Maybe a desk job somewhere behind the front lines, where it was nice and cosy.

The universe had other plans though. Fortis' aptitude for survival had allowed him to live through thirty whole years in the Imperial army. This had guaranteed him a position on The Ark as its security commander through virtue of seniority and what many considered to be his great skill, the proof of which was in his surviving so many battles. All he'd really done was hide behind his ponies or large chunks of rock, but he saw no reason to correct something as trivial as factualness.

Until now.

"Ah, captain. Good to see you." Before Fortis could open his mouth to reply, the master of The Ark spoke again.

"Here is your first assignment. Escort Princesses Luna and Celestia from their chambers to the bridge immediately. We require their presence to plan our next move." Admiral Argo turned away to regard the star filled void through his bridge viewing window.

"Ah, pardon my asking, admiral, but is such a course of action strictly necessary at this point?" The admiral did not turn to face Fortis as he replied.

"But of course. Emperor Galaxis' last wish was that his two daughters lead this fleet and bring it to a bright, glorious new future." The admiral turned to regard Fortis sternly with his graying, hazel eyes.

“A loyal servant of the Imperium such as yourself wouldn’t want to fail to fulfill Emperor Galaxis’ last wish. Would you?”

For not the first time in the day, Fortis silently cursed admiral Argo. For what reason, he did not really know, the illustrious admiral having come to be responsible for every little inconvenience and slip up befalling Fortis throughout the day, at least in his mind.

“Halt. We’re here.” Fortis barked as he looked up just in time to prevent from himself walking straight into the door of the Princesses’ chambers. He nodded to the two soldiers flanking him.

“Follow me into the room, do not say a word unless otherwise ordered. Let me handle this situation.” The two soldiers nodded, their expressions grim.

Turning back to the door, Fortis took a deep breath, keyed in the code to open the door, and was blinded.

The next thing Fortis knew, an invisible force had grabbed him and pulled him into the gleaming room. Here the light was even more intense, burning his eyes even through his lowered helmet visor and closed eyelids.

The door slammed shut with a thunderous metallic slam, locking his two subordinates out. The next thing Fortis knew, he was slammed against the door and restrained, his muzzle clamped shut by some unseen force. Delicate hoofsteps approached and halted just in front of him.

A reverberating, thundering, and worst of all, monotone voice pierced through Fortis’ veil of physical pain and fear.

“Is my father dead?” Fortis only nodded, still unable to respond.

“And Equestria Prime?” Another nod.

“The empire is finished then.” Fortis was growing heartily sick of nodding but obliged regardless. This was, after all, his new ruler. With a suddenness which knocked the breath out of his lungs, Fortis was dropped to the ground as the force holding him simply disappeared. The light

dimmed agonizingly slowly, until all the illumination which remained was that of the lamps embedded in the ceiling and walls.

Creaking an eye open cautiously, Fortis beheld the princesses with a start. They were utterly ragged and unkempt. Their fur was matted with sweat, their flowing manes wild, unrestrained and blowing with tumultuous magical wind. They swayed on their hooves, exhausted. They did not look capable of standing for much longer. Yet what terrified Fortis the most were the looks of despair and grief upon both their faces. One hundred thousand ponies were relying on these two to lead them to safety. If they could not do so, then all hope was lost.

Celestia and Luna had spent the past three days abusing and thrashing at their restraints. The discomfort and pain which was natural with such devices had transformed into heart wrenching agony with the knowledge that their own father was responsible. The restraints lay in pieces on the carpeted floor. Great craters and rents adorned the nearby walls, where both princesses had spent time smashing every piece of furniture they could find. They had destroyed their horn restraints by slamming them into the adamantium armatures holding them in place until they had buckled and fallen apart, an immortal alicorn's horn proving tougher than the hardest metal in the galaxy. Once their magical powers were unleashed, they had allowed them to run wild for hours within the large chamber. Evidence of their fury lay in the steel pipe shallowly lodged in the solid adamantium door. It was only with the barest trace of self awareness and restraint that the two princesses had not simply destroyed the ship and all aboard.

Celestia glanced down at Fortis blankly, her face lined and baggy. Stepping backward, she turned her back on him paused.

"Leave us be."

Fortis glanced up, fear and resignation warring for dominance of his features. "Your majesties, your leadership is urgently required. Our situation is desperate and I am afraid that we must act immediately. This ship carries fifty thousand-" Luna glanced up, raw anger raging through her previously blank visage.

“Do not presume that thou may command Us to do anything.” Her words were barely restrained and spoken through gritted teeth. Fortis had the impression of a contained tornado ready to destroy everything in its path given the slightest provocation. “We designed this ship and We formulated the plan which saved your pathetic self from the cold embrace of oblivion. We will go where We please, as is Our sovereign right. Now, begone!” As Luna spoke this last word, the door opened and Fortis was flung out into the corridor and into a column of very surprised marines.

The assembled soldiers looked up with unrestrained fear and trepidation as the door slammed shut once more, sealing the two princesses off from the rest of the ship. Jackbooted hooves stepped up behind Fortis’ sprawled body, and the mocking, cultured voice which he so despised filled his ears like silky poison.

“Well, that certainly counts as mission accomplished, ‘war hero’.” Admiral Argo spoke with a completely straight face as he leaned over Fortis’ prone form.

Word of the princesses’ unwillingness to take command of the Exodus Fleet spread remarkably quickly, despite captain Argo’s attempts to keep the matter silent. The crews and passengers of the Exodus fleet, already in the process of grieving the death of Emperor Galaxis, as well as the fact that they were now the last of their kind, fell into an even deeper depression, if such a thing were possible. Reports of suicides began springing up, work orders went unfulfilled, at times crew ponies simply didn’t turn up for duty at all. Trash began accumulating in the corridors. Some ponies had stopped eating regularly. Civilians had begun aimlessly wandering the hallways, their empty hoofsteps had become a regular occurrence aboard The Ark. If this state of affairs continued, the Equine race would simply die. The Ark would become nothing more than the floating mausoleum of a failed, dead civilization.

This was the essence of Tactita Scolari’s speech to the assembled Captains and VIPs of the Exodus fleet, such as they were. His suit was cleanly pressed and ironed and his hoof shoes shined in the light of The Ark’s bridge lights. All in all, the head bureaucrat of the Exodus fleet was a

shining image of obsessive perfection and anal retentive bureaucratic behaviour. With not a single hair or speck of dust out of place on his entire body, he stood in stark contrast to some of the officers who looked like they had been drinking and had not bothered to clean or even wear their uniforms properly in days.

“So what yer sayin’, is that this fleet’s royally bucked because some spoilt princess or other won’t harden the buck up and quit belly achin’, and there ain’t nothing we can do about it?” A horse dressed in a dirty and unkempt pair of work overalls spoke up. His dirty blonde hair and accent pegged him as a member of the peasantry, and Tacita had to resist the urge to turn his nose up at him.

Tactita supposed that such unnecessarily offensive language was a given from the lower orders, particularly since the horse was not only a peasant, but one of the exceptional farmers brought onboard for his expertise in, well, apple farming. However, none of the assembled equines voiced any complaint, given that they no longer cared about social niceties and felt the same way anyway.

“No I am not, sir. What I am saying, is that unless measures are taken to counter this dreadful air of malaise throughout the fleet, and they can, the status of this expedition will only degrade.” Tacita levitated a pen and pointed at the video screen around which the meeting was being held.

“Reports of six civilian suicides on The Ark yesterday, combined with three military suicides on the battleship Emperor’s Justice, presents an unacceptable death rate which is likely to only increase exponentially over time. Not to mention the debilitating effects on morale, motivation, scheduling, organizational reformations to cope with the loss of-“. Admiral Argo held up a hoof to prevent the bureaucrat from rambling uncontrollably. Tall and austere, admiral Argo was the very image of Equestrian martial pride. His meticulously arranged and decorated uniform, as well as a long facial scar, spoke of long won victories and past glories. His graceful movements and poise spoke of a lifetime of discipline and physical conditioning, and he gave the impression of a coiled tiger, ready to spring should a threat arise. At this point, this impression was merely an illusion.

“So what can we do?” The scarred naval officer’s question refocused the conversation, which had looked dangerously close to spiraling out of hand.

Argo had spent six months planning and organizing the voyage with Tacita. He knew exactly how obsessive the bureaucrat could become in the pursuit of his duty.

“Why, Captain, is it not obvious? Give our ponies hope. Get the princesses to assume leadership of the voyage. They are all our ponies have to cling on to. Especially with the destruction of Equestria Prime. Ponies appreciate stability and order. They are used to a monarch, and therefore they will demand a monarch in order to maintain the illusion that things are the same as ever.”

Cries of derision and mocking contempt filled the air as the assembled delegates announced what they thought of the plan. Many made it known that they felt that Tacita’s bravery, intelligence and the purity of his mother were questionable at best. For his part, an exhausted admiral Argo rubbed his eyes with a pinched hoof as Tacita merely repeated the same words that he had been hearing for the past week. Were it so easy, all their problems would have been solved long ago.

Arguments erupted among the delegates, insults were thrown and nothing was accomplished save the widening of the already visible cracks threatening to destroy the Exodus Fleet. And admiral Argo, the de facto leader of the fleet, could not bring himself to care.

Bottled up anger and hatred had been building among the equines since the destruction of Equestria Prime. With nothing to look forward to, no ponies to confide in and nothing to release their anger on, ponies and horses alike had kept their tension simmering dangerously beneath a barrier which had been worn precipitously thin by disappointment and lack of hope. It had been a powder keg, just waiting for a single spark to ignite it and bring the fleet down with it. That spark did not take long to arrive.

In the mess hall, a tired earth pony bumped into a unicorn as he grabbed his tray from the counter. An apology was demanded. The demand was shrugged off. An argument broke out, followed by a scuffle. Soon, both parties were joined by their fellows. Seeing an outlet for aggression, ponies unaffected by the fight, including the kitchen staff, joined the fray. Soon, the mess hall had been turned into a battlefield as a full blown riot took place.

Bucks were thrown, bones were cracked and jaws were smashed as ponies took their anger out on each other.

Soon, the entire ship was caught up in a chaotic riot involving the entire crew and passenger complement. Hallways became battlefields littered with unconscious bodies as fifty thousand ponies went mad with anger unreleased for far too long. Captain Fortis Hastae led a contingent of Imperial marines through the riot, ordering them to strike everything close by with hooves and batons. This violence merely begat more violence, as the mob turned and focused entirely on the soldiers in their midst. Lethal weapons were drawn and readied by both sides. It would not be long before bodies began to pile up.

Princess Luna had steadily grown more agitated with each day's passing. Now that her rage had cleared, she was free to think and reflect upon the events of the past weeks. She had in fact created the concept of an Ark alongside her father. The ship had been built to her designs and her specifications. She had personally chosen many of those aboard the vessel. She had created numerous contingencies and plans for the ship's crew to follow. She had in fact, learned everything there was to know about The Ark and the ponies aboard it. Yet, she had done so intending to die alongside her father afterwards.

In hindsight, she should have realized her father's intentions.

Emperor Galaxis' final gift to the two sisters had been the original Exemplar Harmonia, presented to them in the imperial palace days before The Ark was readied for launch. It was a book penned by Galaxis' father himself, when pony kind had been fractured and trapped on Equestria Prime, long before the formation of the Imperium. It laid down the elements of a harmonious society through the ideals of strength, honor, duty, discipline, loyalty, and greatest of all, magic. The book was all that Princess Luna possessed of him, and she cherished it dearly.

*Duty, the most sacred bond possible between a pony and his kin.
Beginning at birth and ending only at death, duty to others will see pony
kind united to rise above and beyond all which stands in its way.*

Strength is the courage to do what is necessary to ensure the survival of the whole and its triumph over those who threaten it. Those who sacrifice themselves to serve their kin are the strongest of us all. To show less than absolute admiration and gratitude for such selflessness is the greatest sin imaginable.

Princess Luna made up her mind. Emperor Galaxis had given her the greatest gift by giving his life to save her. She would not dishonor his memory. Armed with new found conviction and strength, she prepared to convince her sister of the error of her ways.

With a start, she realized her father's foresight in leaving the Exemplar Harmonia with her, and smiled.

Turning away from the image conjured by Luna, princess Celestia trudged back to the spot where she had been lying motionless for the past week. "Sister?" No answer came. Celestia simply lowered herself on her knees and closed her eyes.

"Princess Celestia!" A louder cry had no effect.

Deciding that enough was enough, Luna halted the scrying spell, trotted up and Celestia, and struck her across the face.

In an instant, Celestia's eyes shot open and her demeanor changed dramatically. The anger which was affecting the ponies outside had been simmering within Celestia as she brooded. And now that anger had found an outlet. With a raw cry of frustration and pain, Celestia shot to her hooves and slammed Luna back a good ten feet with a quickly cast telekinesis spell.

Regaining her footing quickly, Luna darted back in, deflecting a magically conjured dagger into the ceiling, where it lodged in the steel plating.

"Wilt thou just listen? By remaining in this chamber, we are dishonoring our father's memory!" At this, Celestia's eyes flashed literally and she snarled.

"How dare you accuse me of dishonoring our father! I have been mourning

his death for days!" Another conjured dagger shot straight at Luna. She dispelled the dagger and was showered with arcane dust which caused her body to sparkle.

Moving quickly, she galloped straight at Celestia, horn lowered. The goad worked and Celestia charged as well, intending to meet Luna head on. At the last moment, Luna dived to the side, Celestia powering past her. Luna shifted her weight to her front hooves and bucked Celestia in the hindquarters, sending her falling forward onto her face. A telekinetic field enveloped Celestia's body, and Luna stepped towards her, determination plastered over her face. Her clarity of mind and focus allowed her to maintain superior magical control even as Celestia flailed, unable to bring the full potential of her power to bear.

"Our subjects are fighting and killing each other across the ship. It is our duty as their rulers to..."

"Do not speak to me of duty! I have suffered for.."

"Suffered? Is that what thou terms thine apathy? Thou hast not suffered, but merely sulked and shirked thine duty. You know that I speak the truth."

"You have been here with me all this time. If I have shirked my duty, then so have you!"

"See! Observe what transpires beyond these doors!" Luna forcibly entered Celestia's mind with a scrying spell, shoving images of the riot outside into her mind. "If thou wilt not act, then Our people will die on this vessel, and Our father's last wish will go unfulfilled!"

Images of fighting ponies, savage expressions plastered on their faces, filled Celestia's mind. Blood splattered across walls. Ponies and horses alike were transformed into mere beasts. And finally, Luna wove a prediction of the future and subtly inserted it into the sequence. A dead, silent ship, inhabited by corpses, floating endlessly through the void, both princesses standing over their fallen subjects and weeping.

At this last image, Celestia ceased her struggle and went limp, her anger dissipating to be replaced by shame.

“T’was thou was always the favourite of the people. Thou art the leader they desire.” Luna’s voice softened, her tone becoming conciliatory. “Only you are capable of ending the fighting outside.”

Luna’s dispelled her telekinetic hold on Celestia and stepped backwards. Celestia rose to her hooves, turned, and nodded, her expression regretful and uneasy.

“You are stronger than I am, little sister. How did you...? How did you prevent yourself from falling into-“

Luna held up a hoof, and levitated the Exemplar Harmonia in front of Celestia and spoke with a smile. “You may thank our father for that.”

Twenty minutes after the fighting had started, Celestia and Luna teleported to The Ark’s security room, surprising an already terrified security officer hunched over a bank of screens. The unicorn stuttered and almost suffered a heart attack before Luna held him in place and forcibly calmed him with a sedative spell. Gently lowering the unconscious pony to the floor, Luna glanced up and nodded at the microphone.

“Let them hear your voice, sister.”

Chapter 2

The Voyage Begins

Agricol Malus, or Apple Buck as he preferred to be called (He despised his High Equestrian name) carried a moaning pony on his back as he strode towards the medical bay. Apple Buck was tall. Taller than an average horse. That meant that he absolutely towered over regular ponies and had to be careful when walking The Ark's corridors, as he was bound to hit his head on a pipe, lamp or window, to name only a few of the objects which had collided with his face over the past week and a half.

Long days spent apple bucking in the orchards outside Canterlot city had gifted him with well toned muscles which either impressed or intimidated everypony who laid eyes upon him. Most farmers had preferred to delegate their work to robotic machinery or alien slaves, but Apple Buck had never understood such practices, as he firmly believed in the benefits of good, honest labour. The proof of which was evident in the way his shoulder and leg muscles rippled as he moved.

"Buckin'...worst headache ever.... How do I look?" The pony on Buck's back muttered. He was a white coated pegasus with a close cropped red, green and blue mane. From what Apple Buck had gathered, the pony was a member of the military complement aboard The Ark, and had been off duty at the time of the riot. He had loyally attempted to intervene when Captain Fortis' troops had been attacked by the rioters, and had taken the edge of a metal serving tray to the back of the head, several times, for his trouble. As a result, his mane was blood soaked and plastered to his skull, a small gash visible through the hair.

"Ya'll look positively terrible." He drawled, enunciating every syllable slowly for emphasis, unsure of the pony's ability to comprehend speech at the moment.

"Thanks." The pegasus mumbled, his speech slurred and obviously pained "I feel so much bucking better."

Apple Buck raised an eyebrow at this harsh language. He supposed that

not everyone appreciated his own brand of brutal honesty.

The tall, red furred and blonde haired earth horse was currently assisting in clean up duties after the shameful events of the riot several hours ago. Apple Buck's actions in the fighting had been restricted to restraining small groups of ponies and preventing them from disgracing themselves by fighting each other. Thankfully, he had not had to perform this exhausting task more than twice, as Princess Celestia's voice had immediately removed such necessity.

She had not demanded or commanded peace. She had simply asked for it. She had asked for forgiveness to be given for all parties involved, and especially for her and Luna, who, in her own words, had delayed action for an unacceptably long amount of time. With all who heard her in her hooves, she had gently commanded that The Ark be made fit for her and her sister to travel, as it was time for them to assume their duties as the new monarchs of the Equine civilization.

Ten minutes later, Apple Buck stepped into one of The Ark's medical facilities, no longer pristine, with dozens of patients occupying the waiting room and clutching a wide variety of injuries ranging from cuts and bruises to stab wounds. Doctors were moving through the crowd and frantically trying to take care of the more serious cases before moving on to others. The nurse at the front desk was a flustered looking pegasus horse who was visibly struggling to keep up with the sheer volume of patients.

Tacita Sclaris had attempted to account for this, assigning any and all equines with even rudimentary medical experience to basic medical duties. His efforts had helped immensely, yet had not gone far enough to make the workload manageable, with what looked like hundreds of injured ponies and horses clogging every medical bay on The Ark.

It was not hard for Apple Buck to make his way through a crowd of equines sporting relatively minor injuries, the crowd quickly parting before him to make way for his titanic build. As the nurse was a horse, he did not have to lower his head much to make direct eye contact. Despite opening his mouth to speak first, he did not have the privilege of getting the first word in.

“What’s wrong with you?” The nurse had obviously dispensed with social niceties as she spoke in a clipped, blunt and tired voice.

“Nothin’s wrong with me. I’m bringin’ this one here,” Apple Buck nodded his head back, indicating the moaning pegasus on his back. “He’s hurt real bad.”

The nurse was visibly growing impatient with Apple Buck’s slow drawl. After hearing his amateur diagnosis, she jerked her head back and whinnied in annoyance.

“Wonderful! So are dozens of ponies here!” She swept her hoof across the medical bay for emphasis. “What exactly makes his case so special?”

Apple buck decided not to waste more time giving the nurse a lesson in manners, though it was obviously required at some point.

“He’s cut real bad on the back of his head. His hair’s soaked with his own blood and he almost passed out on the way here. He needs help now.” His effort at rapid speech had rendered him breathless, so he was content to wait patiently for the nurse to respond.

She was, however, unfazed, and pointed at a line of ponies and horses near the wall who were obviously far more severely injured than the norm, being tended to by several sweating and overworked medical personnel.

“Go over there and wait.” Craning her head to look over Apple Buck’s shoulder, she shouted “NEXT!”

Apple Buck turned to look at the pegasus’ wound again, then turned back to the nurse.

“Ah’m not comfortable with waitin’. This pony looks like he might die. Ah won’t...” As if on cue, the pegasus began retching violently. He soon vomited on the floor, in such volume that Apple Buck’s fetlocks were soaked by the liquid. Nearby equines verbally reacted with disgust. Several began retching themselves. The nurse’s eye twitched as she imagined a chain reaction of vomiting equines throughout the entire medical bay.

“He is suffering from a severe concussion. All it needs is bed rest and a few stitches.” A gentle voice came from behind Apple Buck, and he turned to regard a slender, blue coloured unicorn pony with a flowing silver mane tied up in a bun. She was dressed in a full body gown stained with blood and other distasteful substances. A surgical mask hung around her neck, and she levitated a clipboard and pen next to her.

“Only a few of our patients have anything more than minor injuries.” The unicorn addressed the nurse, her voice gentle but confident “I’m sure that we have a free bed to accommodate this one.” Now she turned to Apple Buck and gave him a reassuring smile. “Follow me please.”

The doctor led Apple Buck and his cargo through a nearby set of double doors, the nurse behind them exceedingly happy at not wasting more time. A loud, relieved and slightly angry voice cried behind them “NEXT!”

“That was mighty kind of ya’ll, helpin’ my friend out there.” Apple Buck was genuinely grateful for the doctor’s intervention. She had had no reason to assist him. She had hundreds of patients to attend to, and most wouldn’t have spared a horse in his same position a second glance. That she had bothered at all spoke depths for her character.

“Don’t mention it, please.” Her voice was soft and demure now that their conversation was private.

“A concussion will rapidly get worse if left unattended. I just did what any responsible doctor would do.”

At her words, Apple Buck was even more impressed. Her modesty was refreshing, especially in the ravenously meritocratic society of the old Imperium, where equines ascended the social ladder only through achievement, a situation which was fair but encouraged arrogance in just about everypony who became even slightly confident in their skills.

“Not many ponies out there who woulda done somethin’ like that for a stranger.”

“I’ve always liked helping other ponies. Please, I’m really not that special.”

The two equines lapsed into awkward silence, both unsure of what to say next.

“How...a-adorable. You two’re something else.” The pegasus chuckled weakly, earning a glare from Apple Buck and embarrassed silence from the doctor.

The pegasus groaned as he was laid onto a pristine hospital bed. The doctor wasted no time, retrieving a medical kit from a nearby shelf and preparing a needle and thread. She produced a pill from a pocket in her surgical gown and levitated it to the pegasus’ mouth.

“Please swallow this; it will soothe your pain.”

The pegasus gratefully obliged, and the doctor went to work, turning him over to examine the cut. She dipped a small square of white cloth in a bottle of alcohol and swabbed the wound, to the pegasus’ audible discomfort. Working expertly, she telekinetically controlled the needle and deftly threaded it through the cut in an alternating pattern, sealing it tightly shut. When she was finished, she stepped back and signaled a nearby orderly to clean and bandage the wound.

“Is this your first concussion?” She asked the pegasus softly, mindful that he likely intended to go to sleep as soon as possible.

“Hell no... s’probly my...third?” The pegasus was already drifting off as both the doctor and Apple Buck dropped their jaws slightly.

“They don’t call me... Spectral Blaze for nothing.” Apple Buck stepped up, an amused smile creasing his features.

“Apple Buck, pleasure to make yer acquaintance.” Spectral Blaze merely nodded weakly and lapsed into unconsciousness. As the orderly began his work, Apple Buck realized his massive social faux pas and turned to the doctor.

“Ah’m mighty sorry. Ah forgot to ask your name.” He held out a hoof.

The unicorn was hesitant for a moment, then tentatively stretched out her own hoof. When it connected with Apple Buck's, she was visibly relieved, as if she'd been expecting to see the hoof withdrawn.

"Doctor Benevoletia Amor. But you may call me Tender Heart." She flashed Buck a nervous smile. "It is very nice to meet you."

Ponies and horses alike prostrated themselves on the floor as Celestia and Luna passed. A column of Imperial marines led the two princesses through The Ark towards the bridge, where Admiral Argo had called a second planning session to decide on a new course of action for the entire Exodus fleet. Captain Fortis trotted beside both princesses as the procession made its way towards the bridge, his expression disciplined and proud to an appropriately subdued degree. A master of acting like an illustrious war hero, a skill which had not only ensured his placement on The Ark but had brought him respect and authority in the Imperial army, Fortis presented an image of martial pride which was wasted in this situation, with all eyes on Celestia and Luna if they weren't on the floor.

"I understand that the tardiness of both myself and my sister in failing to assume our responsibilities was the root cause of the riot. Is this true, captain?" Celestia's voice was serene and controlled to a degree of perfection. Despite her young age of thirty, she sounded exactly like an ancient Goddess empress would be expected to sound, something which she had Dictito Contemplorae's oratory lessons to thank for, rest his soul.

"I would not be so quick to lay blame on your royal person, your majesty. After all, the hearts of ponies are fragile things, and easily broken by a variety of fac..." Fortis' smooth attempt at currying favour was cut off as Celestia interrupted him, her voice as serene and calm as ever.

"I also understand that you heroically took it upon yourself to end the riot, yet were met with limited success." Fortis was unsure of the princesses' meaning, and was rapidly becoming uneasy with this line of questioning. "Yes, your majesty." At this, Celestia turned and looked straight into his eyes.

“Your dedication and initiative are commendable, if rather heavy hoofed. Please, do try to control yourself in the future.” This was spoken audibly and normally, loud enough for all nearby to hear. In Fortis’ mind however, Celestia continued speaking through magical means intended for his ears alone.

I do not appreciate thugs, or cowards. The meaning was clear, and Fortis had to restrain the urge to gulp when Luna turned and glanced at him. A subtle flash in her eyes told him that she had heard everything her sister had said, and fully agreed.

The triumphant air of the procession was dampened slightly, with Fortis’ shoulders and posture no longer as straight with martial pride as they had been a few minutes ago.

Admiral Argo, hero of the Battle of Enchoris III, fifty year veteran of the Imperial navy, and one of the greatest naval minds that the Imperium had possessed in the last years before its destruction, knelt on his front legs and lowered his head in respect as the two princesses stepped onto the steel plated floor of his bridge.

The civilian representatives and the captains of the Exodus fleet prostrated themselves behind Argo, their heads touching the floor in deference to the admiral’s superior, yet inferior rank when compared to the two princesses, in true Equestrian fashion. A single line of naval officers and ensigns were arrayed around the door and all across the massive bridge in a box formation which enclosed the princesses and VIPs.

“Loyal subjects, rise. Rise, all of you. The trials of the past week have granted thee at least the reprieve of comfort.” Celestia and Luna spoke as one, their voices projecting across the bridge in the traditional Canterlot voice, another result of Dictito’s relentless tutoring.

Rather melodramatic, don’t you think, sister? Luna thought, her tone playful and excited. Mindspeak was a feat only the most powerful magic users were capable of, as it drained energy rapidly and thus was only possible occasionally. It was capable of transmitting emotion and meaning in a way that regular speech was simply incapable of emulating, in addition to being

discreet and inconspicuous. Right now, Celestia could sense Luna overflowing with excitement and anticipation at the prospect of ruling, and responded to those emotions rather than to her words.

Be mindful of overconfidence, Luna. We are still ignorant of the subtle nuances of ruling. A small smile creased Celestia's lips, and a ray of satisfaction shone into Luna's mind. *That said, that was still unexplainably satisfying.*

Admiral Argo stood first, his eyes locked on Celestia and Luna. Though his posture was professional and his stance soldierly, his eyes betrayed trepidation at these two untried and untested leaders. When he spoke, his tone carried a faint undertone of uncertainty. It was slight, but it was there.

"Your majesties. The Exodus fleet is at your command. What are your first orders?"

Celestia's eyes traveled the room, examining each equine within it with a serene yet critical eye. When she had done so, she gave admiral Argo a comforting smile. When she spoke, she did so normally, without the projection of the Canterlot voice.

"Admiral, I humbly request that you cease these shows of deference." Celestia swept a hoof across the bridge. "We are merely ponies, not deities worthy of worship." Though it had been stated otherwise, it was obvious to all present that Celestia's words were an order. Not a request.

The admiral quirked an eyebrow and nodded his head. "Of course, your majesties." He stood upright and nodded to his bridge crew, who dispersed and took their stations in silence, military discipline imposing itself in the face of their new monarchs.

When all had done so, Celestia trotted up to the admiral and looked over his shoulder at the various VIPs.

"Let us begin with introductions."

One week earlier

Lord Admiral Howard Steiner stood on the bridge of the *FGS Kraken*, regarded the massive asteroid field that had once been a planet and narrowed his eyes. Victory had been bought at a heavy cost. Over ten million Federal troops had landed on Equestria Prime. More than half had died on the surface, mostly during the catastrophic event which had literally shattered the planet. The navy had frantically tried to rescue as many troops as it possibly could, but had only been able to save a minority, with volcanoes, earthquakes and boulders making landing or even flying extremely difficult.

Even worse, the victory, costly as it was, had not been total. The Equine had survived the battle, which was something that Howard absolutely would not tolerate. Not with the sacrifices of so many millions of good men over the past four centuries, who had been lost in battle against the Imperium.

"Sir?" Howard realized that his bridge crew was waiting expectantly for further orders. He turned to regard a large monitor behind him which displayed images of a massive black ship launching from under Canterlot city, and then joining up with the remnants of the Imperial fleet and warping out of the system.

"Do we know their intended course?" Howard got in reply a chorus of negatives, the expected reply. He pressed a key on the monitor's control panel and sent the images to every fleet sub-commander in the system. When this was done, he motioned for a nearby aide to take down orders.

"I want each fleet to muster the fastest ships available and organize them into standard five ship reconnaissance parties. Those parties are to follow the imperial fleet starting from its point of departure and exploring all possible routes it might have taken." Howard paused to consider his next move. "Disperse all other remaining ships to the star systems surrounding Equestria Prime, especially the ones which might be in the way of our escapees."

As his command staff carried out his orders, Howard examined the photos of the imperial fleet, zooming in on the largest ship in its midst. Stenciled on

the side were High Equestrian runes which had been translated to the biblical word *Ark*. The Lord Admiral narrowed his eyes at the implications of such a name, and leaned forward.

“You can’t run from me, wherever you are.”

Chapter 3

Action is Taken

The various VIPs of the fleet were broken up into groups depending on their skills. Each group had been elected by those they represented, and then spokesponies within those groups had been elected by the representatives to represent them. Celestia and Luna were still scratching their heads at Tacita Sclaris' confusing and rapid manner of speech when he began making the actual introductions.

The captains of the warships comprising the Exodus fleet were led by Captain Star Breaker, commander of the battleship *Emperor's Justice*. A bellicose and outspoken earth horse who had become popular among his crew for his jingoistic, warlike beliefs, Captain Star Breaker was a middle aged naval officer whose brutish tactics on the battlefield accurately reflected his personality off of it.

The laborers and craftsponies taken onboard the ship for their practical skills were represented by Agricol Malus, or Apple Buck as he insisted he be called. Luna had stopped and marveled at Buck's great height for several seconds, while Celestia's eyes had almost wandered over to his muscular flank before she had been able to restrain herself.

The scientists and engineers were spoken for by a small black unicorn pony dressed in a pristine white lab coat by the name of Scintia Caelum, or Shining Sky, as she introduced herself as after Tacita had done so for her. A bookish, highly intelligent and introverted sort, Shining Sky had been chosen for her incredibly expansive knowledge and expertise concerning magic and its practical applications, as well as her ability to work constantly, without breaks in between, until she accomplished her goals or collapsed from sheer exhaustion. This ability was regarded as a severe mental disorder by most, but had been hailed as a shining example of dedication and true commitment by the Equestrian scientific community.

Finally, the artisans, artists, historians and other cultured types were represented by the unicorn Delicae Gaudia, or Shimmer, as her low Equestrian stage name went. She had been renowned among the artistic

community of Canterlot for her beautiful sculptures and works of art, and had caught headlines numerous times with her more philanthropic pursuits, which had been labeled publicity stunts by her detractors, but which she insisted were merely attempts to ease the plight of the less fortunate citizens of the Imperium.

When the introductions had been concluded, the twenty delegates of the Exodus fleet took their seats around a large holographic projector in the center of the bridge and began their deliberations.

Admiral Argo began the briefing by pressing the projector's control panel and bringing up a star map of Equestria Prime and its surrounding systems.

"At this point in time, the Exodus fleet is in dire straits. Our main concern is supplies. Every member of our warship escort is at least moderately damaged, having narrowly escaped Equestria Prime intact. In addition, none of them were supplied for extended tours of duty." Argo nodded at Tacita, who was fidgeting beside him with an enormous sheaf of papers levitating nearby.

The bureaucrat stepped forward, eagerly shuffling and straightening his documents. Many in the audience began to dread the coming tirade.

"The Ark was supplied with sufficient food to last fifty thousand passengers for four standard months. However, with the addition of twelve warships of varying size, the number of equines comprising the Exodus fleet has doubled to almost one hundred thousand. With each warship only carrying sufficient supplies for two weeks, The Ark will soon be forced to transfer its own supplies to each warship. To summarize, food supplies will run out across the fleet after a little more than two months. Given the time frame necessary for space travel over significant distances, finding a reliable food source should be our highest priority."

Many in the audience began muttering, several glancing at the warship captains in their midst. In response, Captain Star Breaker looked up and fiercely glared at anypony who so much as glanced his way, as if he were daring someone to voice their complaints to his face. Celestia stepped

forward and laid a hoof on Star Breaker's shoulder, silencing the entire room and defusing the impending conflict which threatened to erupt.

"My subjects, this conflict is beneath you." Celestia turned to regard admiral Argo. "What are our options, dear admiral?"

Argo's voice carried a little more respect as he replied, having understood Celestia's method of preventing Captain Breaker from throwing one of his famous tantrums and breaking some jaws, an unfortunate tendency which had prevented him from rising farther than the rank of a ship captain.

"Every star system within several weeks travel is heavily fortified and controlled by the Federation." Argo spat the word with disgust. "However, extensive trade lanes lie between these systems. By choosing our targets and striking simultaneously, our naval complement can raid unsuspecting trade fleets quickly and escape before the enemy arrives." At this, the assembled delegates straightened, some with fear and trepidation, others with anticipation at the prospect of a way to strike back at the Federation. Celestia betrayed no emotion for her part, her face serene and composed as ever.

"Is conflict strictly necessary, admiral?" Now Celestia's brow furrowed with mild displeasure. "Surely our ponies are tired of conflict, and death."

"There are no other options, your majesty. We cannot reach a world unoccupied by the Federation and suitable for our purposes with only three months worth of food." Admiral Argo said, his tightly controlled voice revealing his own misgivings about such a course of action.

"I say that we haven't fought enough!" Captain Star Breaker stood, bowing his head respectfully to Celestia and Luna as he did so. "There are thousands of ponies within the fleet who want nothing less than revenge for Equestria Prime and for Emperor Galaxis!" His voice was loud and impassioned, and garnered several nods from among the delegation.

"The need to restore our honour by striking back at the Federation should be reason enough! Once you add in the fact that we must operate predatorily to survive, our course of action becomes clear and unavoidable."

"Surely, you would not risk the lives of our ponies," Shimmer spoke, eyebrow raised questioningly. "for petty revenge? Might I remind you that we are the last of our people, and that we-" She was interrupted as Captain Star Breaker scowled, contempt on his face.

"I expected a civilian such as you," Star Breaker emphasized the word as he sneered "not to understand matters of honor and pride." The members of the civilian delegation all bristled, clearly offended at Star Breaker's words but unwilling to challenge him directly.

"On the contrary, my dear captain, I believe that I understand matters of pride more than you do." Shimmer's eyes flashed, outrage clearly simmering beneath a carefully composed facade. "You would have us attack defenseless trade caravans and innocent civilians in order to exact revenge?" She chuckled. "What sort of martial glory lies in that?"

Before Star Breaker could speak again, she continued, clearly relishing her tirade. "Lo and behold, the venerated war hero who wishes to fight defenseless civilians to prove his might. If the ranks of our military were filled with your ilk, I can see why we lost Equestria Pri-"

"Enough of this!" Luna shouted in the already thunderous royal Canterlot voice, silencing the argument and forcing every equine on the bridge to grip their ears in pain. "This bickering is unacceptable. We are in a very trying situation where the fate of our entire species literally hangs in the balance, and if this delegation cannot function cohesively and effectively then it is a liability which I will not tolerate."

Captain Star Breaker was seething and aching for a chance to speak, while Shimmer was serene and composed, clearly satisfied at having gotten the last word.

Then Shining Sky spoke, her voice cautious and trembling a little.

"I have studied the star maps of this section of the galaxy and I think I might have found a solution to allay all our concerns." The eyes of the entire delegation turned to regard the unicorn, causing her to quail and shrink back under the attention.

"Speak, child. Whatever suggestion you might have is most welcome."

Celestia's voice was soft and comforting, and subtly magically enhanced to physically calm and soothe anypony who heard it.

The unicorn nodded, regaining a little confidence and levitating a small black square to the holographic projector. She inserted it into an empty slot, telekinetically pressed a few keys on the control panel, and brought up a laboriously labeled and annotated map which she had spent the past night working on.

"As you can see, every system within our operational range is under the control of the Federation and likely to be heavily defended." The systems in question were labeled by neat red arrows drawn on the map itself.

"However, one system on this map lies on the edge of the known universe and contains an agricultural planet colonized only ten years ago. It is a backwater colony which survives by exporting food to its neighbouring systems. It is also likely to be poorly defended, with the population not nearly large enough to warrant a full military garrison."

"And how can we get there? That journey requires more than three months of travel." Admiral Argo asked, his voice unconvinced.

Now Shining Sky eagerly levitated an enormous folder filled with hundreds of pages. "I have compiled a list of rationing procedures and measures which would allow us to stretch our supplies for an extra month comfortably. An extra three if we become desperate." Now she smirked, her expression that of an eager student awaiting praise for her work. "With luck, the planet will have completed one of its harvest cycles by then, and will have a surplus of food stored. Considering the size of the planet's farming population, the surplus alone could feed the entire fleet for months on end."

"Another advantage," Shining Sky now seemed very much like a student giving a presentation to her class and hoping for a high grade, "is that the lack of a military garrison will allow us to secure what we need with minimal expenditure, of time, resources and effort. We have practically nothing to lose and everything to gain from this course of action."

"Have we stooped' ta petty theft and robbery now?" Apple Buck spoke up, his distinctive drawl drowning out everything anypony else might have said. "Ah think that as ponies, we're supposed to have honor. That's one'athem

elements of harmony our society is built on. Now wut honor lies in just takin' somethin' from people who can't even defend themselves?"

"And how can we be sure that this isn't a trap?" Star Breaker asked, his voice professional now that he had regained some control of his emotions. "This all seems much too convenient. I wouldn't be surprised if we entered the system and found a Federal fleet waiting for us."

"I thought you relished the prospect of battle, captain." Shimmer's voice was artificially sincere and innocent, and Star Breaker bristled.

"This is about more than honor." Shining Sky, her voice testy. "If you hadn't noticed, we are in a very desperate situation. We have to be willing to do what has to be done to survive. Because if we don't, we will die!"

"Death before dishonor!" Star Breaker roared, the warship captains and several civilians voicing their assent.

"You would destroy this fleet for honor?"

"We are nothing if we do not stay true to ourselves. We ruled the galaxy because our society was the strongest and most honorable this galaxy has ever seen! We must maintain that noble heritage or we-" Admiral Argo held up a hoof, halting the rapidly degenerating conversation.

"My Princesses, you have heard the views of this delegation. What is your decree?"

Celestia and Luna glanced at each other, Admiral Argo's attempt to place them in the spotlight making them both suspicious.

"My father charged my sister and I with ensuring the survival and security of this fleet at all costs." Celestia walked around the delegation, making eye contact with each member as she spoke. "He would not want us to throw our lives away for the sake of petty revenge." Shimmer smirked while Star Breaker glowered, suppressing his choler. "However, he would also not want us to behave cowardly and, from fear, refrain from doing what must be done."

Celestia turned to regard Shining Sky with approval. "This course of action

is our best hope for survival. Elsewhere, the enemy will almost certainly be waiting for us to come to them. We must appear where they least expect it and escape just as quickly, to avoid their wrath.” Celestia nodded at Luna, who then spoke up, her voice projecting in the traditional Canterlot voice.

“Admiral Argo, make best speed for this planet. With luck we might be able to outrun the Federation and achieve our purposes expediently.” Luna stepped back and gestured to Tacita and Shining Sky with a nod of her head. “Let us discuss these rationing measures.” As the three equines left the bridge to converse privately, a young bridge officer walked up to admiral Argo and coughed politely.

“My lord, the fleet is entering real space to recharge its warp drives.”

Admiral Argo nodded and quirked an eyebrow at Celestia, who took the hint and nodded in turn.

“Ladies and gentlecolts, this meeting of the fleet council is adjourned. Return to your duties.”

As the delegates dispersed and filed out of the bridge, Celestia lightly trotted up to Argo and smiled radiantly at him.

“Would you care to give me a personal tour of the ship, dear admiral? I am afraid that I have not been properly introduced.”

The warships of the Exodus fleet dropped into reality on the edge of an uninhabited star system after weeks of warp travel and opened massive panels on the tops of their hulls to vent built up heat from their overworked warp engines. *The Ark* and *Hive Queen*, the Exodus fleet’s carrier, discharged several fighter wings which proceeded to sweep the immediate area for threats.

Squadron Commander Spectral Blaze reclined in the pilot’s seat of his *Predator* strike craft and admired the massive blue star at the center of the system as he led his fighter wing through a standard patrol sweep. The pegasus had only recently recovered from his concussion and had demanded to be let back on active duty early. As a squadron commander,

only Admiral Argo held the authority to confine him aboard the ship, and he'd been preoccupied with Princess Celestia's tour by the time Blaze had strapped in and prepared his predator for flight.

"No contacts yet, Cappy!" Lieutenant Pinkie Pie's bright voice broke through the customary din of the predator's cockpit, which was usually composed of the engine's hum and the beeping of gauges and status lights. Blaze had to allow a small smile as his wingpony began humming under her breath, singing a song to herself as she operated the two-pony strike craft's long range scanner. Blaze had met Pinkie Pie in training, and the two had rapidly become inseparable friends despite numerous regulations and rules forbidding close personal ties.

They had been wingponies since the start of their military careers, each finding a kindred spirit in the other as fun loving daredevils who didn't give two shits about rules and regulations. Their lack of respect for authority and discipline had stopped the two of them from rising further in their military careers and had led to an early retirement opportunity in the form of a suicide mission, a common practice among Imperial commanders who needed to relieve themselves of bothersome subordinates.

Blaze and Pinkie had not only survived, but achieved victory and almost legendary status among their squadron mates. Blaze had proved to be an unmatched flier fully capable of following through and surviving the daredevil feats of flight which had become his hallmark, while Pinkie had shown a secondary talent for gunnery. Her uncanny skill had led to an extremely high kill record, and many who knew her claimed that she possessed the power of precognition, a claim which might not be entirely unfounded. She seemed to know almost exactly where an enemy fighter would be in the next few seconds, and involuntarily reacted physically in the face of unexpected impending danger. Blaze had learned to trust the lieutenant's 'pinkie sense' as she called it, and had survived dozens of battles as a direct result.

"Keep scanning, Pinkie." Blaze replied, idly turning a knob on his control panel with a clenched hoof. He normally enjoyed the simple pleasure of flying, with his wings or with his predator, but a month long stint from active combat had driven him stir crazy, and he needed some action before he went ballistic.

Crumbs sprayed the back of Blaze's flight suit, followed by the sound of enthusiastic munching as Pinkie demonstrated that she was just as bored as Blaze was and had decided to eat one of the many treats that she routinely stored in her flight suit pockets.

"Aw Blazey Wazey, I've been thinking." Pinkie spoke, her chipper voice only slightly muffled by the crumbs spraying out of her mouth. "Everypony on The Ark's so unhappy. When's the last time you saw somepony smile there?" Before Blaze could reply, Pinkie spoke again excitedly.

"I wanna throw a welcome to *The Ark* party. We could invite the whole ship and everything. Fifty thousand ponies, can you imagine it?" That was Pinkie's true special talent. Some had said that her cutie mark should be a crosshair or missile, but those who did had just never been to one of her amazing parties, which she had frequently thrown in boot camp and still threw now, much to the frustration and outrage of any officer who happened to find out. (And they always did. Pinkie's parties were not known for silence or subtlety.)

"The whole ship Pinkie? It's hard enough to throw a party just for the squadron." Blaze replied, bemused as he turned his control joystick and maneuvered the predator through its patrol pattern.

"What's this about a Pinkie Pie party? Blaze, are you killing our buzz again?" A voice crackled through the squadron comlink as one of the pilots under Blaze's command cut in, bemused.

Blaze chuckled in response as he recognized the owner of the voice. "You don't need any more of a buzz. You're high 24/7 anyway, Bolt." Light laughter filtered through the communications line as the rest of Blaze's squadron overheard the conversation.

"Woe is me, my professional pride is being called into question by our indomitable leader!" Bolt's voice was theatrically loud and filled with feigned hurt.

"You are such a massive geek, Bolt, its unbucking believable." Came the amused, feminine voice of Silver Blur.

A chorus of agreements echoed across the communications channel, and

Pinkie giggled, spraying even more crumbs across Blaze's back. Bolt responded with his theatrical voice, undeterred.

"Hey, I'm just thinking about this squadron's wellbeing. We haven't had a party in...weeks! Weeks!"

"Aw Bolty, if you wanted a party so bad, you should have just asked!" Her voice became coy, yet retained its tone of customary good cheer. "You only need two ponies to throw a party, after all." Wolf whistles filled the channel, and Bolt fell silent, probably from confusion. Blaze didn't mind Pinkie's blatant trampling of com regulation. He liked an informal squadron anyway, as he wasn't the biggest stickler for regulation in the navy. He knew that he could trust his subordinates to become the very images of professionalism and military efficiency when the bullets were flying.

"Squadron report. Contacts?" The laughter and friendly banter abruptly fell silent, and a chorus of emotionless negatives filled the air as the strike craft squadron wheeled around to return to *The Ark*. Blaze turned in his seat and nodded to Pinkie. "Open a com channel to the fleet. Call in the all clear."

Pinkie nodded, completely professional, all trace of crumbs and stains mysteriously gone from her lap.

The Exodus fleet entered the system fully, the frigates and lighter warships fanning out into a picket line ahead of the larger ships, while *Hive Queen* and *Emperor's Justice* stayed close to The Ark, shielding it with their massive hulls and failing to notice the tiny black ship trailing behind them.

"Maintain speed with that Imperial battleship." Commander Hu'lak Kar called out to his bridge crew, staring at the Exodus fleet through a monitor connected to a camera mounted on the outside of the *Stalker* black ops vessel's prow. The ship was in stealth mode, with all non essential electromagnetic and heat signatures turned off. That, combined with the ship's tiny size and sizeable electronic warfare suite, allowed it to show up on enemy scanners as a random piece of space debris, or not at all.

Hu'lak walked over to one of his subordinates as the ship stealthily

approached the Imperial fleet and looked over his shoulder at the long range camera feed.

“Can we confirm the identity of that ship?” Hu’lak pointed to the massive black ship at the center of the formation with one of his four arms, and the human ensign increased the camera’s magnification, zooming in on the side of the ship where he knew the evidence he was looking for was located.

“Yes sir. It’s The Ark.” The human smirked and leaned back, looking up his barathi commander. “We’ve found it.”

Commander Hu’lak struggled to contain his elation at seeing days of waiting in this decrepit system finally pay off and gestured at his communications officer.

“Prepare a message for Lord Admiral Steiner. Priority code black. Tell him we’ve found his prize.”

Chapter 4

The Eve of Battle

"Your Majesty, this is the hangar bay, where the pilots of our strike craft complement prepare their ships for combat." Admiral Argo swept a hoof across the cavernous hangar bay to emphasize its enormous length as Princess Celestia stared, amazed by the sight which she saw. "The facilities here are of course, smaller than the ones on board *Hive Queen*, our fleet's main carrier, but we still maintain enough strike craft to give any enemy force pause." Celestia could only glance at Argo with disbelief, such was the size of *The Ark's* supposedly inferior hangar.

Following a trend in Equestrian architecture, the hangar had been built with both grandeur and function in mind. Stretching for over a kilometer from end to end, the colossal hangar could accommodate over a hundred strike craft, most of which currently sat in perfectly ordered rows across the hangar floor. Enough space remained for dozens of utility vessels such as troop transports and dropships, which were arrayed behind the strike craft or suspended from the ceiling by steel armatures. Crowds of engineers and laborers ran across the hangar floor, arming and fueling squadrons of strike craft in preparation for their use, all so taken with their errands that they failed to notice the princess in their midst.

"Sections four and seven, prepare to receive fighter squadrons." A booming, electronic voice droned from the hangar bay's speakers. Almost immediately, a swarm of technicians dropped what they were doing and formed into orderly rows within the affected sections, waiting for their charges to arrive. Celestia noticed that the section she was occupying was one of those receiving a returning strike craft squadron.

"Would you like to meet them your Majesty?" Admiral Argo asked, eyeing the hangar doors as they slid open to reveal the vast expanse of space through a protective energy field. "I'm sure a personal touch would do wonders for morale."

"Very well, admiral." Celestia replied, grinning. "I'm sure that my subjects will appreciate the chance to meet their benevolent ruler in the flesh."

Squadron Commander Spectral Blaze walked over to his subordinates, helmet hanging from a sling around his neck, and slapped Bolt on the back mid conversation, causing him to gag and glare at Blaze with feigned anger. Behind him, Pinkie slid out of the *Predator's* cockpit and began bouncing towards her squadron mates, evidently not content with the more plebeian method of walking.

"Our first flight in a month, and it lasts for ten minutes." Bolt grumbled over the constant din of the hangar bay, a sour expression on his face. "Buckin' figures."

"Bet'cha wish you had these." Tempestus grinned, flapping his wings and hovering in front of Bolt.

"And I bet you wish you didn't have a glass jaw." Bolt replied, a friendly smile tugging at the edges of his mouth as he shoved the pegasus away.

"Hey chief, any idea what our next orders are?" Silver Blur asked as she reclined against a nearby supply crate and ran a hoof through her closely cropped black mane. "We gonna see some action or what?"

Before Blaze could reply with an annoyed negative, he was cut off by a sudden abrupt silence in the *entire* kilometer long hangar bay. "What the bu-"

"All hail her Imperial Majesty, Princess Celestia!" The same electronic voice boomed from the speakers, commanding everypony assembled on deck to prostrate themselves. Blaze noticed that everypony in the hangar, including his squadron mates, seemed to be bowing to him. He turned sharply, and beheld a goddess's cheeky grin.

"Your reputation precedes you, Squadron Commander Blaze."

"Hi! I'm Pinkie Pie!" A leering pink visage filled Celestia's view, blocking her view of Spectral Blaze, then disappeared. Then it reappeared again, Pinkie

hopping in order to make eye contact for a second at a time.

"Its really..nice to...meet you prin...cess." Pinkie seemed determined only to speak when her eyes were on Celestia's. During this so far one sided exchange, everypony in the hangar, including admiral Argo, dropped their jaws and stared in disbelief.

A small giggle escaped Celestia's lips, causing everypony present to drop their jaws even further. It was truly the most magnificently amusing spectacle that she had been privy to for weeks. She suddenly thrust a hoof forward and stuffed it in Pinkie's mouth, silencing her and keeping her on the ground. Bending her knees and lowering her head, she made eye contact with Pinkie and nodded. "Continue."

What followed was torturous for everypony within earshot. Except for Princess Celestia, who was grinning as Pinkie launched into a long winded tirade about the difficulties of cupcake preparation, particularly without other ponies around.

Two days later

"My lord, we've established a connection. Commander Yeung Gao of the ninth fleet is awaiting orders."

A nod. "Put him through."

A moment later, a live feed, crackly from the enormous distance between the two points it connected, displayed the unashamedly proud visage of Fleet Commander Yeung Gao. The mustached officer's chest was covered in medals and campaign ribbons, in such profusion that they did not merely announce his achievements, but loudly shouted them to everyone who so much as glanced his way. Many had called Yeung arrogant and shameless in his ways, but his usual response was that it wasn't arrogance if it was earned and deserved.

"Commander Yeung, I have an assignment for you." Yeung Gao was by far the most qualified candidate for the job Lord Admiral Steiner had in mind. A talented and supremely skilled strategist, he was known throughout the

Federation for his heroics during the *Second Battle of Mars*, where he had used guerrilla tactics to disrupt and destroy Imperial supply lines and reinforcements despite his fleet being outnumbered four to one, making it possible for the battle on the surface of Mars to be won. Afterwards, the honorary rank of fleet commander, granted during the battle itself, was made permanent.

"As you know, an Imperial fleet escaped Equestria Prime several weeks ago." Howard jumped right into business, stern and controlled as always. "They were escorting a massive colony ship." Howard pressed a button on the monitor's control panel.

"I'm sending you what our analysts have on the ship in question. Needless to say, we can't allow this many equines to escape."

Commander Yeung brought up *The Ark's* profile on his end and whistled with feigned amazement. "Forty to two hundred thousand passengers? Now that is a worthy trophy."

"Your target's capabilities are unknown. Frankly, we've never seen another ship like it. Assume the worst and take the necessary precautions." Howard paused for dramatic effect before continuing.

"Her escort's nothing you can't handle. One fully armed *Warlord* class battleship and one *Sovereign* class carrier. The other ten ships aren't heavier than cruisers. Your only objective is to destroy The Ark and every ship accompanying it. No survivors. Questions?"

"Yes sir. Was this battleship present at the battle of Equestria Prime?" Yeung asked, a rabidly eager smile creasing his face.

"It was. To our knowledge, it is the last Imperial battleship in existence."

"Perfect." Yeung said no more, thrilled with the prospect of new honours to pin to his chest.

"Your fleet is two jumps from the enemy fleet. It should take you no more than a day or two to arrive. The coordinates of the star system are in the file I sent you." Howard's face was passive and impervious to inspection.

"Oh, and commander? If they escape, rest assured that I will not be forgiving."

Pinkie Pie had been talking for two minutes. This would not normally be an issue, even for a stir crazy pegasus speed freak like Spectral Blaze. He could take bowing and staying still for two minutes under normal circumstances, no problem.

But these were not normal circumstances. This was Pinkie Pie talking. *No*. Blaze thought, miserable and angry at his predicament. *Not talking. Spewing a buckin' waterfall of shit except it's not a waterfall, it's a wordfal-*

"So then I went to the back of the shed and there wasn't any sugar in there and I thought how am I going to-" Before Pinkie Pie could continue talking, admiral Argo strode up and clamped the pink pest's mouth shut telekinetically.

"Restrain yourself, lieutenant." Argo spoke through gritted teeth, the only obvious sign of emotion on his face. He looked up at the hundreds of ponies in the hangar bay who were still bowing to a suddenly serene Princess Celestia and narrowed his eyes. "Get back to work! Double time, all of you!" His voice was magically projected throughout the hangar with deafening force, causing everypony in the hangar to scramble to their feet and return to their duties with renewed alacrity.

"Lieutenant, you are on thin ice." Admiral Argo hissed through his teeth as Pinkie's squadron mates looked on with disinterest and apathy. Not because they did not care about Pinkie's fate, but simply because dozens of officers over the years had spoken the same words because of her parties. None had ever taken action though, Pinkie's incredible skill being well known throughout the navy ever since her first engagement.

"If this disgraceful incident is repeated again, I will personally drag you to the brig and give you a flogging that-" Argo did not get to finish his threat before Celestia raised her hoof to silence him.

"Please, admiral, there is no need for such brutishness." Celestia's voice was a far cry from its usual serenity and calm, filled as it was with mirth and

genuine amusement. "Lieutenant...Pinkie Pie was it?" Pinkie vigorously nodded her head, an impressive feat considering that Argo still had her jaw in a telekinetic hold.

"Your achievements are known to me, Heroine of Aegrius III." In truth, admiral Argo had informed Celestia of Pinkie and Blaze's achievements beforehand, but Celestia saw no harm in appearing all-knowing and omnipotent.

"Of course, your achievements are shared with Spectral Blaze, are they not? I understand that the two of you have served the Imperium together for years."

"Yes, your Majesty, we have." Blaze cautiously replied, remembering full well the enormous grin that Celestia had worn as she listened to Pinkie's tirade.

"I hope that you will continue to serve our people with the same heroism and distinction that you have displayed in the past." Celestia smiled radiantly and dipped her head at the entire squadron. "All of you."

As the Princess trotted away to continue her tour, the members of Primaris Squadron were left bewildered and confused.

"What the buck just happened?" Bolt asked the question which was sitting on all their minds. No one had an answer for him, except for Pinkie, who was trying very hard to open her mouth, admiral Argo having not yet dispelled his telekinetic hold on her jaw despite leaving with the Princess.

"Bleeding speed!" Blaze jerked the throttle back, allowing his pursuer to overtake him and giving Pinkie a clear shot at the enemy craft's hindquarters, which she readily exploited as the beeping sound which indicated a target lock filled the cockpit.

"Missile away!" Pinkie grinned maniacally as the missile detonated and turned the enemy fighter into a roiling fireball of shrapnel.

"Squadron, form up. Approaching primary target." The four strike craft of

Primaris squadron formed up into a V formation, with Blaze's fighter at the tip, and screamed towards the Federation flak platform at full speed. Its blazing turrets loosed streams of armor piercing steel slugs towards the approaching squadron, forcing them to break formation and disperse as they approached.

Tempestus sent his predator into a continuous rightward barrel roll towards the platform, armor piercing slugs failing to even graze his craft as he approached. Suddenly, he halted and jerked his craft into a steady, leveled firing position.

"Got a lock! Firin-" Tempestus' eager voice was cut off as his craft exploded, shrapnel flying through space and scratching Blaze's cockpit as it impacted. Four Federation Warhawks dove straight towards Blaze's predators, their autocannons blazing.

"Where did they come from?" Bolt yelled.

"Head for the primary target, Bolt! Jun, Matador, with me!" Blaze ordered as he pulled back on his joy stick, sending his craft into a head on charge against the diving Warhawks. Jun's predator screamed up ahead of him, her wing mounted autocannons ripping through the lead Warhawk's cockpit and reducing the pilot and gunner to bloody mush which leaked out of the shattered cockpit glass. A second later, two type-35 Armor Piercing missiles screamed out of the predator's wing mounted rocket pods and sped towards another Warhawk, courtesy of Matador. The Warhawk didn't evade, but flew straight at the pair of rapidly approaching projectiles. At the last minute it jerked downwards and performed a tight barrel roll. The two rockets attempted to emulate the Warhawk's stunt and collided with each other, exploding harmlessly above it.

One of the Warhawks peeled off and headed towards Bolt's predator,

"Bolt! Bogey, three o'clock!" Jun yelled, adrenaline raging through her voice as she began pursuing one of the remaining Warhawks.

"Inferno rockets away!" Bolt's voice was triumphant as four enormous rockets designed for the purpose of reducing structures to rubble streaked towards the flak platform and detonated, silencing the continuous storm of flak fire and causing the platform to fragment and fall apart, fires breaking

out across its ruined structure.

The Warhawk which had moved to intercept Bolt fired its head mounted autocannon, scoring hits all over the predator's armor . A steel slug smashed through the barrel of Bolt's leftward autocannon, a lucky shot which reduced his firepower considerably.

"Buck. Buckin' piece of shit!" Bolt screamed in outrage as he wheeled his predator around, his right wing's autocannon spitting death in the Warhawk's general direction. The two fighters streaked head on towards each other, neither pilot willing to give in. The Warhawk fired four missiles in rapid succession, to be answered by two type-35s erupting from Bolt's rocket pods. The two pilots suddenly broke off their joust of certain death and attempted to evade the projectiles following them. But the distances were far too small, and the missiles far too quick. Both craft exploded simultaneously as their projectiles found their marks.

"Two on two. I like those odds!" Pinkie whooped, prompting a nod and determined smile from Blaze as he depressed his trigger, sending two streams of armor piercing slugs towards Silver Blur's Warhawk.

Fleet Commander Yeung Gao cleared his throat and straightened his collar as he faced a blank monitor in the middle of his flagship's bridge. He had removed his medals and campaign ribbons and donned a set of standard issue infantry armor consisting of lightweight titanium reinforced kevlar plates strapped to the body in strategic locations. A star adorned helmet was crooked under an arm, and a rebreather hung from a sling around his neck. His bridge crew were all dressed in similar fashions to counter the dangers of starship combat, such as shrapnel and sudden oxygen loss.

A necessary precaution, for battle was near.

"Sir, channel is open. Broadcasting on your order." A nearby ensign spoke up, his fingers hovering over the button which would open a live channel to the rest of the fleet from the flagship's bridge. Yeung Gao nodded, and began his speech in a clipped, businesslike tone as his monitor winked alive.

"Ladies and gentlemen, we have been sent here to deal with some unfinished business." Twenty faces arrayed across the monitor nodded, their faces professional and controlled. "Before us stands the last Imperial fleet, crewed by the last equines in the galaxy. The equine is a barbaric and warlike creature. If we allow it to escape, it will breed, multiply and return to take its revenge on our children's children."

Yeung's tone became impassioned, burning with conviction carefully calculated to inspire righteous anger among the captains of his fleet. "The suffering which the galaxy has endured over hundreds of years will not end at Equestria Prime if we fail. The fate of countless humans, barathi, funahr and jovians will be decided by the outcome of the battle today. Today, know that we fight so that future generations will be safe, and so that the equine menace will never return to burn the galaxy ever again!"

The captains on screen broke their professional demeanor and roared their assent. Bloodlust and righteous fury was dominant on each of their features as they thrust their fists in the air and shouted their approval.

"To war! To victory, and to freedom!"

As the twenty warships of the Federation ninth fleet activated their warp drives for the assault on the Exodus fleet, Yeung grinned savagely, imagining the medal that he would receive for his most glorious victory.

Squadron commander Spectral Blaze was an officer who did not respect rules, regulations or formality. He allowed a large degree of laxity among his squadron, and actively participated in many things which other commanders who have their subordinates flogged for. But if there was one thing he was a stickler for, it was perfection in flight and on the battlefield. So he had run Primaris squadron through constant training drills and flight simulators for several days, with only a few hours for sleep every day. As such, the entire squadron was now enjoying a much deserved day off before their names came up on the duty roster again.

A knife thudded into a block of wood at the opposite end of the barracks, its tip several inches short of a crude bull's eye marked on the surface with a marker.

"I meant to do that. I'll let you get ahead in points, you know, cuz its not fair for me to play at one hundred percent." Bolt explained as Silver Blur leaned over to pick up a knife with her mouth.

"I'm touched Bolt, I really am." The steel grey earth pony pirouetted with a dancer's grace and threw the knife with considerable force. "I obviously couldn't compete with such a big, strong stallion like yourself." She smirked as she trotted over to the target and wrenched her knife out of the bull's eye.

Across the room, Tempestus and Red Burn sat on a single bunk and compared their collections of illicit photographic material which had grown substantially over the years they had spent in the navy. The soft notes of an acoustic guitar provided a relaxing backdrop courtesy of Decimo, a brown unicorn pony who was sitting on top of the barracks table and softly humming as his magically aided hooves danced across the strings with dexterity impossible for ponies limited by the lack of a horn.

Spectral Blaze, Pinkie Pie, and the other members of the squadron were asleep in their bunks, taken by exhaustion brought on by the strenuous training simulations of the past few days.

Across the Exodus fleet, similar scenes were being repeated as ponies made friends and settled into comfortable routines. Hope for the future had given many the strength they needed to face each day, and the atmosphere aboard *The Ark* was a far cry from the depression and despair of the first weeks of the voyage.

Then the alarms sounded.

Chapter 5

Chaos Shows its Hands

An asteroid drifted through space, one of many hundreds in the solar system. It was identical to its siblings in many ways, from colour and size to composition and density. It was, for all intents and purposes, an unremarkable piece of space debris displaying absolutely nothing of interest for anyone who might have stumbled across it. This was an intentional facade. A cavernous chamber roughly hewn from the rock formed the core of the asteroid.

At the exact center of this chamber stood a statue, imprisoned in a rock tomb by its jailors for hundreds of years. Its shape was indiscernible, its form constantly shifting and changing. It was solid, yet amorphous and ethereal at the same time. Across its form, images and shapes pulled from across all of reality were warped and simultaneously played out, as if displaying the dreams of an insane god. To gaze upon such an impossible structure would have been to invite madness.

Then, abruptly, the changes halted. The dreaming had stopped. The statue sensed freedom approaching.

And it laughed.

"General quarters! General quarters! All crew to battlestations!" Admiral Argo's stentorian voice boomed across The Ark, cutting through the din of blaring alarms and confused civilians milling about in the corridors. "All civilians report to designated safe rooms! This is not a drill! Repeat, this is not a drill!"

The corridors were suddenly filled with armored Imperial marines and ship's crew, who began shouting and shoving civilians towards the safe rooms scattered across the ship. Standard technology aboard Imperial ships, the safe rooms were self contained units capable of recycling oxygen and protecting its occupants during battle. In the event of the ship's imminent

destruction, each safe room was linked to at least one escape pod bay by maintenance corridors running throughout the entire ship. They were, in theory, the safest places to be aboard a ship engaged in combat.

Captain Fortis Hastae wished that he could stay in one for the duration. But he had appearances to maintain, and couldn't jeopardize his false reputation by cowering in an armored box filled with civilians. He tightened the straps on his infantry armor and donned his beret with quivering hooves. He picked up the loaded flechette blaster on his desk and jammed it into a waiting socket on his shoulder pad, making sure that the aiming bit was within easy reach of his mouth. Pressing a hoof to his ear, he activated his comm bead and was immediately treated to a chaotic chorus of frenzied shouting.

"Silence on the comm!" He shouted at the top of his lungs, with the most authoritarian voice he could muster under the circumstances. As a master of illusion with years of practice, it was an easy feat to disguise the faint quiver in his voice.

"Status report. How are the civilians?"

"Section one reports all sub sections cleared." One of Fortis' company commanders reported. Each company commander was in charge of a section of the ship, which in turn was divided into sub sections under individual squad leaders. Each squad would have immediately evacuated only the ponies in their sections when the alarms sounded.

"Section two is seventy five percent cleared."

"Section three is fifty percent cleared."

The remaining three sections had all been cleared, and Fortis nodded in approval despite no one being around to see his gesture. "All units report to action stations once civilians are clear. Prepare to repel boarders should the need arise."

"Will you be joining us, sir?" That was Alpha company's commander, Arcus Duro. Fortis silently cursed him. Of all the ponies he had met, Arcus had been the most suspicious of Fortis' military record and career. Even though Fortis had spent his entire career keeping his head down and making sure

that his record was spotless and, for all intents and purposes, looked like that of an fearless war hero, Arcus had never trusted him, and had taken every opportunity possible to make sure Fortis proved his reputation. Now that he was in the spotlight, he couldn't possibly refuse and cower in his office as he had originally planned. Not with all of his subordinates listening.

"But of course." Fortis replied, injecting a small dose of menace into his voice. "Whatever are you implying, lieutenant?"

"I meant no disrespect, sir. I merely wished to clarify our operationa-" Fortis cut him off. Arcus may have been sharper than most, but Fortis had a lifetime of experience acting and dissembling.

"Then I am sure that you won't mind if I take over personal command of Alpha company for the duration." At least this way, Fortis still looked like a war hero, and was in a convenient position to keep Arcus in between himself and the enemy.

"Yes sir. We await your command." Arcus' voice was deferential and controlled. Try as he might, Fortis could not detect a hint of sarcasm or insubordination in the unicorn's tone.

"Gentlecolts, you have your orders. I want status reports every ten minutes. Fortis out."

The first impression Celestia and Luna received upon teleporting to the bridge was one of controlled chaos. Ensigns and bridge officers were rapidly hammering keyboards, shouting orders and galloping across the bridge. In the center of the bridge, admiral Argo was holding a conference with his warship captains. He turned at the distinctive pop of teleportation, and beheld his two monarchs with stern eyes.

"Your Majesties, we are in a deadly situation." He beckoned them over and gestured at the holographic projector next to him. Smaller projectors were arrayed around this main unit, upon which stood the images of the twelve warship captains. As one, they bowed their heads in respect as Celestia and Luna approached.

"Ten minutes ago, a Federal fleet entered the system on a war footing. It has just begun its approach, and we should be engaged in battle within the hour." Argo's face turned grave as he continued. "They are drastically superior in composition. They have three battleships and a carrier of equivalent capabilities as our own carrier, *Hive Queen*. Six heavy cruisers and ten combat frigates make up their escort. This is a war fleet. They knew we were here."

"How did they find us?" Luna's voice was dangerously low. "Was the existence of this fleet not kept secret?"

"Your Majesty, our hypothesis is that one of their rear echelon support ships at Equestria Prime spotted us leaving the system, purely by chance. They must have followed us, confirmed our location and then acted while our warp drives were recharging."

"Discussing such things is pointless." Celestia interrupted, eyeing Luna with faint disapproval. "This lies in the past, and only the present matters. Dear admiral, what are our options?"

"We were discussing them, your Majesty." He swept a hoof to indicate the assembled captains, and turned back to his projector. "Do we know anything about this particular fleet?"

As if on cue, a nearby ensign turned in his seat and shouted. "Sir, the enemy flagship is hailing us!"

"Put them through. I'd like to hear what our foe has to say." Celestia ordered, a frown creasing her otherwise flawless features. The ensign nodded, the princess clearly taking precedence over the admiral's authority, and patched the enemy transmission through. An image of a human of Asian descent appeared on the screen, his features uncovered by any adornments. His hair was shaved short, not quite to the scalp. A small black mustache accentuated his high cheek bones, and a mocking smile seemed to be lurking on the periphery of his mouth, as if ready to appear at any time.

"I am Fleet Commander Yeung Gao of the Federation Ninth Fleet, and I am here to put an end to your pathetic civilization once and for all." His high

Equestrian was flawless, and carried only the faintest trace of an accent. Upon hearing his words, Captain Star Breaker snorted with derision and leaned forward.

"I know who you are, 'hero' of Mars. You lack honor. You lack any resemblance to a true warrior in the cowardly way in which you wage war. It will be my pleasure to crush you like the insect you are."

"Excellent." Yeung laughed mockingly as he replied "Most excellent. I will take particular pleasure in destroying you, crowbait."

"Words are a coward's currency, ape." Star Breaker sneered.

"I have am here to inform you of the terms of our engagement." Yeung ignored Star Breaker and focused on admiral Argo. "No quarter will be given. No surrender will be accepted. I will exterminate you like insects, and your cries for mercy will go unheeded. In other words, you will be treated the same way you have treated the rest of the galaxy for centuries." With a sneer and a flourish, Yeung killed the transmission.

"He is arrogant and proud. Fascinated with concepts of glory." Star Breaker said, blissfully unaware of the irony. "He is an easy foe to provoke, or manipulate. That is where our advantage lies."

"How do you know so much about him?" Admiral Argo quirked a questioning eyebrow.

"I was at Mars. And several other battles involving him. He thinks much like I do." The assembled equines, princesses including, raised their eyebrows at this uncharacteristic self depreciation. "What? Am I not allowed to have a sense of self awareness?" Star Breaker asked, his tone unusually light.

"Your input will be invaluable, captain. Thank you." Celestia bowed her head, and received the same.

"I suspect that the capabilities of The Ark are unknown to our foes." Argo said, reviewing a list of The Ark's weaponry and military personnel. "Only two of those frigates are specialized for anti strike craft roles. They do not realize that we possess more than twice the number of strike craft they have prepared for."

"The Thousand Bites?" Captain Ground Shaker, the commander of *Hive Queen*, quoted one of the classical Equestrian battle strategies taught at every Imperial military academy. "Cut off the head and the snake will die. Half our strike craft can attract the attention of those flak frigates, and the other half can launch a concerted attack focused on the enemy flagship and bring it down."

"Yeung Gao is a glory hound, and he likely considers it a great honor to be charged with the destruction of the last of our people." Star Breaker smirked, savage satisfaction plain on his face. "He will be at the forefront of the attack, in a position to gain as much glory as he can."

"And he has a personal vendetta now, doesn't he, Captain?" Celestia smiled, impressed.

"Here is what we will do." Argo said, clearly in his element. He took out an electronic pen and brought up a battle map of the Exodus fleet's location. "We will draw the fleet back before their advance. Our fastest frigates will work with *The Ark* and *Hive Queen*'s strike craft to initiate hit and run attacks on the enemy fleet, using the cover of these asteroid fields." Argo marked said fields with his pen, circling and highlighting them on the holographic map.

"Our attacks must come from all directions simultaneously. This will confuse and scatter the enemy ships, and likely deal a blow to Yeung's ego. When he makes himself vulnerable, the entire fleet will strike and concentrate fire on his flagship." Argo paused, and replaced the map with a schematic of *The Ark* itself. "*The Ark* mounts enough weaponry to function as a battleship in its own right. We will hold it in reserve until it uncovers a weak point in the enemy line, and attacks with the element of surprise."

"Risking our civilians? Admiral, may I remind you that the ponies on board this ship are the last hope of our people. If they are lost..." Luna trailed off for dramatic effect, a look of disapproval plain on her face.

"Which is why we will refrain from using *The Ark* in direct combat until it can attack the weakest point of the enemy formation, where the risk is minimal and the gain is greatest. Do you object to this strategy, your Majesty?" Argo's voice contained a great deal of forced patience. His expression

clearly stated his offense to Luna's doubt.

"No, admiral. I trust you implicitly." The words came as Celestia glanced at Luna, as if an unheard conversation had passed between them.

"Very well." Argo brought up the map and began drawing out his battle plan, using numbered arrows to indicate the fleet's movements. He quickly finished, his mind working at the incredible pace which had earned him so many victories over the years, and sent the map to every ship captain in the fleet. "Gentlecolts, you have your orders. For the Emperor."

"For the Emperor." Came the simultaneous reply, and the ship captains winked from view as their projectors powered down.

Fleet Commander Yeung turned as the door to his bridge opened, and two marines escorted in a frantic looking Jovian. The diminutive, red furred aliens were highly skilled mechanical engineers and sappers, possessing incredible problem solving skills and excellent memories. They were also extremely superstitious, and tended to spend as much time worshipping at their religious shrines as they did actually fixing mechanical problems.

"Commander! Commander, I must speak to you!" The Jovian leaned forward and tried to catch his breath. Though he barely passed Yeung's waist height, his gold emblazoned uniform marked him as the ship's head engineer. Such a rank would have made him responsible for interpreting religious matters among his own people.

"Jan'ik, you may not have noticed, but we are about to fight one of the most important battles of the war." Yeung's tone was friendly, and only slightly reproving. It was always a good idea to keep the Jovians pacified, as their skill was unmatched and thus irreplaceable.

"This is bigger than the battle! This concerns the entire galaxy!" The Jovian ignored the chuckles and stares he received from the mostly human bridge crew. "This system is not safe! Do you know why it is uninhabited?"

"Beau-" Yeung did not get his chance to speak, so frantic was the Jovian in front of him.

"Because this system contains death! Reh'namok! The ancient spirit of chaos and destruction! When my people first ventured into the stars a thousand years ago, we came across this spirit, who tempted us with power, riches and dominion over the galaxy. In reality, he manipulated, toyed with us and ended up killing tens of thousands with his insane schemes. Our greatest shamans barely managed to bind him into stone, and imprisoned him in a remote star system where he would not be found."

Yeung waited patiently for the punchline, resisting the urge to roll his eyes and mock the Jovian for his idiocy. "That star system is the one we occupy right now!" *There it is.* Yeung thought.

"So, my dear Jan'ik, what do you propose we do?" Yeung said, squatting down and humoring the Jovian by putting on the most serious expression he could muster. The Jovian was not amused, and his brow creased in an angry frown.

"You don't believe me. Know that our survival, and the fate of the entire galaxy depends on our leaving this system immediately, before Reh'namok escapes! His influence is a corrupting one. Now that we are here, he will find an easily corruptible victim and use him to escape!"

Humans and barathi alike could not contain themselves. The entire bridge broke out in raucous, mocking laughter. A glare from Yeung silenced them all.

"Jan'ik, this is the most important battle of the entire war. If we do not fight it, the Equine will escape, and they will return to take their revenge. I know that you do not want that." Yeung stood, and nodded at the two marines beside him, who proceeded to gently grip Jan'ik's shoulder. The Jovian did not struggle, merely resigning himself to disappointment.

"I knew that you would not believe me." Jan'ik said, his tone mournful, yet not surprised. "Mark my words, Fleet Commander Yeung. Death will find us here, and not at the hooves of the Equine." The marines brought Jan'ik outside, and the bridge doors silently slid shut.

As Yeung turned to regard the soon to be battlefield through his bridge viewing window, his gaze settled on a large asteroid field in the distance.

Despite the absurdity of Jan'ik's words, he felt an involuntary shudder ripple through his body as he observed the asteroids.

Within the asteroid field, a statue laughed, the first seeds of fear and doubt already feeding and strengthening it.

The Federation *Jaguar* Class Assault Cruiser drifted through space, its engines stuttering and failing to propel the ship forward as fires broke out throughout its ruined, cratered structure. It was the first ship to fall in the battle. Admiral Argo's plan was so far working like a charm. The two hundred strike craft of *Hive Queen* had outnumbered those of *Arbiter*, the Federal fleet's own carrier. The two strike craft formations had met in direct combat, and in the ensuing dog fight, the Federal fighters had been decimated and forced to limp back to their fleet. Imperial casualties had not been as heavy, and the Equine fighters had gone on to begin harassing the Federal warships, overwhelming the two flak frigates present with the sheer weight of numbers.

Lasers, missiles, and blinding white autocannon slugs filled the void of space between ships as Imperial fighters fired at and were fired upon by their Federal counterparts. Hundreds of shards of shrapnel and dozens of fighter wrecks drifted aimlessly, presenting a large risk to the strike craft and ships still fighting.

Primaris squadron, along with several of its sister squadrons, had targeted the *Jaguar* lurking on the edge of the Federal fleet, and sustained, concentrated missile fire had crippled it and rendered it a useless hulk.

"Primaris, form up! We're going in for another run!" Spectral Blaze whooped, exhilarated at this first taste of combat after an entire month. The eight other predators of Primaris formed up in a V formation alongside Spectral Blaze as they approached one of the flak frigates, which had moved to the edge of the Federal fleet to counter the fighter threat. Its eight autocannon emplacements swiveled in their sockets, and targeted the oncoming Imperial strike craft with a storm of blazing fire. Gladius squadron, on Spectral Blaze's rightward side, lost three predators as the slugs tore through their armor and cockpits, causing two to veer off uncontrollably, while one simply exploded, showering and denting its

siblings with shrapnel.

"Got a lock!" Pinkie yelled with glee. A second later, two inferno rockets screamed out of their mounts and detonated directly on one of the autocannon emplacements, blasting it into a twisted wreck. Unfortunately, this only made the ship's gun crews even more determined. Gladius squadron was annihilated as every turret on the ship swiveled and focused fire on them, tearing them to shreds with an unavoidable storm of steel. The turrets swiveled to target Primaris squadron.

"Disperse!" Blaze yelled, recognizing the threat presented by the specialized ship's weaponry. "Fall back to the asteroid field and regroup!" Primaris squadron's fighters peeled off and wheeled around, swerving and weaving to evade the flak fire which attempted to chase them down.

"Aw. The party was just getting started." Pinkie pouted, obviously displeased at not getting to fire more missiles.

As the predators fled, a stream of autocannon slugs smashed into an unusually large asteroid and breached the chamber within. The hole was not large enough to warrant examination in the middle of a battle, and thus the oddity of the asteroid's structure went unheeded.

Scintia Caelum huddled in one of the safe room seats, clutching her restraints with a hoof clenched in a death grip. The battle had been raging for a short time only, yet she could not help fearing that a missile would hit the ship and destroy it, and her with it. Around her, dozens of other equines were strapped into their seats. Some were silently praying, others were humming in an attempt to drown out the sounds of battle, and others had simply fallen asleep, hoping to wake up if the battle was concluded in the Imperium's favor. The atmosphere was tense and charged with fear. Any disturbance, any bump whatsoever, was enough to at least startle the room's inhabitants. At worst it would send a few highly strung equines into a full on hysterical fit, which had already occurred twice.

Which is why Scintia violently jerked with surprise when a smooth voice entered her mind.

My, my, my. Such potential. Such great power contained in such a little pony.

"What the buck? Did anypony hear that?" Scintia spoke up in an anxious rush. Was she going insane? The other occupants of the safe room either ignored her or shook their heads, misinterpreting her question as the usual tension and fear.

Oh, don't waste your breath, my little pony. The others can't hear me. We can have a lovely little chat, just the two of us.

Silence reigned as Scintia fearfully froze, about to have a panic attack.

I won't hurt you, my little pony. Please, stop being so fearful. Its really quite dull, being the only speaker in this wonderful mind of your's. Just think your reply.

Am I insane?

We're all insane, my little pony! A high pitched, amused laugh rang out through Scintia's mind. She had to admit that it contained a friendly, humorous quality which made it not entirely unpleasant. ***But no, I am very real, not a figment of your imagination. And I want to help you and your people win this battle because your enemy happens to be my enemy as well.***

Scintia was speechless for a moment, unsure how to respond. *What are you?*

I am one of the unexplained mysteries of the universe. A...cosmic entity, if you will. A higher form of life, which has yet to be discovered...until now. Scintia's inner scholar took over at the promise of new discoveries.

You are magical in nature? A spirit? A spirit! I've never seen a spirit before! I didn't even know they existed! And a being born in space too?

Let me show you who I am. Images flooded Scintia's mind. She saw a stallion, possessing handsome and extremely dashing looks, rearing up on a hill. He winked at her and began galloping down towards her, sunlight

blazing behind him and accentuating his luxurious golden mane. Suddenly, the stallion reared up. Short, horrible, red furred creatures with fangs and horns leaped out of holes in the ground and lunged forward, swarming and overwhelming the stallion with sheer weight of numbers. They dragged him down with a struggle, and when they moved back, the stallion had been transformed into a stone statue. The scene changed, and Scintia saw a horrific cavern, iron spikes and chains adorning every inch of its walls. Fire burned everywhere but the center, where the stallion's statue stood, tears rolling down its face.

Perhaps an romanticized version, but that is, in essence, my predicament.

For which the Jovians are responsible. That explains your need for revenge. Scintia thought, shocked and not a little bit sympathetic for the voice's supposed fate. *How exactly can you help us?*

Release me, and find out. An image of a particularly large asteroid drifting through space flashed into Scintia's mind. ***The depths of my gratitude will be limitless! Not only will I help you, I will let you study me. Think, you could be the first scholar in the universe to discover a previously unknown form of life! Your name will go down the ages! Your fame widespread throughout the entire galaxy...***

An image of a gleaming marble building entered Scintia's mind. High Equestrian runes carved into the entrance arch read 'Scintia Caelum University of Magic'. A golden statue of Scintia herself stood in a grassy, tree filled courtyard, and students laden with books and saddlebags milled about, studying, reading and talking about Scintia's scientific accomplishments.

It was paradise, and Scintia was utterly overwhelmed by what she saw, such that she was speechless.

What do you think of my offer? Pretty sweet, isn't it?

Scintia struggled for a moment, unsure of the wisdom of letting a supposedly powerful spirit roam free to do as it wished. Then she recalled the image of the academy which bore her name. She imagined a library filled with shelves named after her, and all resistance and doubt broke

down.

I'll do it.

My hero. The voice swooned with pleasure. Had Scintia been listening attentively, she might have caught on to the cackle which echoed afterwards.

Chapter 6

Baptized in Fire

Everything was going according to plan.

Admiral Argo allowed himself a satisfied smile as his ships formed up into a battle line to await their Federal opponents. Argo's strike craft attacks had dealt a respectable amount of damage to the approaching enemy fleet. A single ship had been crippled and rendered completely useless, courtesy of Primaris squadron, who were so far living up to their almost legendary reputations in battle. The rest of the Federal fleet had suffered more superficial damage, and were making good speed in an attempt to close the distance quickly and engage their Imperial foes before the strike craft were rearmed.

"Plot a simultaneous firing solution!" This was the most dangerous part of fleet to fleet combat. The opening salvos of each fleet would decide the course of the battle, and could very well guarantee its outcome if substantial damage was inflicted on the enemy fleet before it could return fire. "I want all fire focused on those Federal battleships!"

Argo turned, strode down the length of his bridge and barked orders left and right, the undisputed master of his domain.

"Launch all fleet strike craft on my order only!" He paused and walked over to a bank of consoles controlling the ship's scanners. "I want the enemy flagship identified. On the double!"

Celestia and Luna stood to the side of the bridge, silently observing the proceedings and leaving military matters in Argo's capable hooves.

Celly? I've never been in a battle before. Luna frowned, her anxiety plain on her face as she projected her thoughts to Celestia.

Father chose Admiral Argo for his ability. We could not be in more qualif- Celestia started to reply, only to be cut off by Luna's exasperated mental groan.

I know. I told father to pick him. Silence reigned for a few uncomfortable moments before Luna mentally spoke again. *Celly, what are we doing here? What did father intend for us to do? What purpose do we possibly serve if there are ponies like Argo already leading this fleet?*

We are our father's daughters. Celestia replied as firmly as she could, though Luna could pick out the uncertainty and anxiety lurking in the back of her mind. *We will do our duty as best we can.*

What have we done so far? Celestia could sense her sister's frustration at her own perceived uselessness.

Sister, there will come a time when we will be needed. I know that. But right now, the most qualified pony for the job is Argo. I say we leave this matter to him for now. There will be plenty of other opportunities to prove our worth.

Assuming that we survive this battle. Luna's flare of anger had faded to be replaced by grudging submission.

Assuming that we survive. Celestia agreed, allowing a hint of fear to shine through to Luna's mind. Then her tone turned slightly mischievous. *Take heart, little sister. Our magic will allow us to drift endlessly through space, should the worse comes to pass.*

You're being upsetting, Celestia. Stop it. Luna loosened up a little, her sister's poor attempt at humor lightening her mood by a tiny fraction.

So unsociable, dear sister.

Shining Sky slowly unbuckled her restraining harness and slid out of her seat. The equines around her were too preoccupied with their own fear to notice or care about her leaving, allowing her to silently step over to the exit. A burst of telekinesis overloaded the bulkhead lock and allowed her to leave without tripping the emergency alarm.

Once free, she ran down the dark maintenance corridor at full speed. As her hooves thundered on the perforated steel floor, she turned her thoughts to the mysterious voice.

Voice? Are you there?

Silence reigned. Shining Sky's anxiety and nervousness skyrocketed. What if the voice had been a fear induced figment of her imagination? Were years of tireless, social life destroying work finally catching up to her? She could be thrown in the brig just for leaving the safe room without authorization! Her academic career could be destroyed!

Just as Shining Sky's paranoid train of thought threatened to reduce her to a gibbering wreck, the voice responded, an amused peal of laughter preceding it.

My little pony, you are far too easy!

Shining Sky ceased quivering and took several seconds to acclimatise to the idea that her actions so far hadn't been for naught.

You aren't making this decision any easier. I could just go right back into that safe room and take my chances. Shining Sky thought angrily as she steadied her hooves and stood up straight.

Except that you won't, because you need me. The voice was coy, as if it was privy to information that Shining Sky was not. ***I know that, because I can actually see the battle going on outside.***

Shining Sky looked around at the tiny steel corridor cutting her off from the rest of the ship, as if noticing it for the first time.

You don't want to know exactly how bucked you are.

Silence for a few seconds.

Because it's a lot.

Fine. Shining Sky groaned with frustration as she began running down the hall. *How do I free you?*

Well, that part is easy. Just destroy the asteroid containing my prison. Getting the means to do so however... You'll have to be creative for that, my little pony.

Thanks. That's really helpful.

Now what kind of student just wants the answers given to her? I expected more from you. The voice replied, playful and not the least bit reproving.

Shining Sky found an exit and stumbled through it into a deserted corridor. She then realized that she hadn't formulated a fully coherent plan.

How am I going to destroy that asteroid? I can't go to the admiral! He'll ignore me and throw me in the brig! Shining Sky's mental voice grew frantic as her paranoid imaginings threatened to crash back into her conscious mind.

So don't. What's the problem?

The problem is that only the admiral can authorize the gun crews to destroy your prison!

Very well, my little pony. If you want my suggestion, I'd say that the hangar bay contains the answer. You know how to fly, don't you?

Shining Sky paled at the implication of breaking even more rules than she already had and *No I don't know how to fly!*

Oh, my mistake. I just thought that you would, having read so many books on the subject.

How did you-

And read through the blueprints of every single ship in Imperial service. And read every military training manual you could get your hooves on. And-

You can read my memories?

Same way that I can read your mind. Comes as part of neat little package, you see. Come now, surely the princesses wouldn't allow the pony who saved the fleet from certain destruction to be punished for something as trivial and unbearably dull as a rule.

I'm not stealing a ship!

Oh, okay then. I guess you should just stay exactly where you are and wait for The Ark to explode. I'll just sit in my asteroid and drift through space for eternity, no big deal.

The voice was surprised when Shining Sky began galloping towards the bridge.

Didn't you say that the admiral would throw you in the brig for wasting his time?

I can go to the princesses. They'll at least listen to me. I can try to convince them that you're real.

For a few seconds, the only audible sound in the corridor was that of her hooves ringing across the steel floor plating.

Stealing a ship would have been far more entertaining. You should steal a ship.

The warships of the Exodus fleet were briefly illuminated by a blinding flash of light as their weapons discharged, sending hundreds of missiles, laser bolts and railgun projectiles at their Federal opponents, who had formed into a staggered battle line as they approached. Specialized turrets mounted on each Federal vessel targeted and eliminated as many oncoming warheads as they could, but their considerable efforts barely managed to make an impression on the storm of Imperial munitions threatening to engulf the Ninth fleet.

Explosions wracked the three battleships at the core of the Federal formation. Hundreds of laser bolts overloaded their energy shielding,

allowing missiles to detonate and shatter armor plating while railgun projectiles the size of watermelons tore their way through hulls. Two light frigates unlucky enough to be in the way of the Imperial munitions intended for the battleships were utterly destroyed, the stress inflicted on their structures enough to shatter and reduce them to ruined space hulks. Shrapnel and partially incinerated corpses filled the void in between ships.

Undeterred by their losses, the Ninth fleet pressed on and answered the Imperial gunfire with a firestorm of their own. Armor piercing shells and megalaser bolts the size of cars hit home throughout the ranks of the Exodus fleet, powering through energy shields to incinerate and smash through armor.

Strike craft screamed from each fleet's hangar bays and towards their targets like bloodthirsty specters. The distances between each fleet shrunk with every passing second as the Federal fleet attempted to crush their Equine foes through brute force and sheer weight of numbers.

A shudder rippled through The Ark as a megalaser bolt slammed into the side of the ship, burning through meters of armor plating and sending streams of liquefied metal gushing into space.

Better hurry, my little pony. Clock is ticking.

Shining Sky's only response was a series of ragged gasps as she forced her tortured legs onward towards the bridge. Her lungs and back burned and ached with exhaustion, a scholar's lifestyle proving lacking in its dismissal of physical exertion. This was the most that she had ever exercised in her life, and she felt like keeling over and dying. But the prospect of saving the fleet from destruction (As well as the prospect of a galaxy shaking scientific discovery for her alone) kept her going, injecting determination into her movements and preventing her from stopping.

She rounded a corner and came face to face with a heavily armored and fully armed Imperial marine, who reared up in surprise at Shining Sky's sudden appearance.

"What the hell are you doing out of your safe room, lady?" The marine shouted, causing Shining Sky to stumble backwards onto her hindquarters. The marine's cohorts turned at the sound of his voice, and began advancing towards Shining Sky, who was frantically trying to catch her breath, menacingly.

"I'm...I am... member of fleet *gasp* council. I need to see...need to see the princesses." Shining Sky keeled over, her lungs burning from the effort of speech.

"Why?" The marine asked, his voice overflowing with suspicion. He took a few steps towards Shining Sky, the shotgun mounted on his shoulder pad ready to be used at a moment's notice.

"Information I...have." Shining Sky took a deep breath and forced herself to speak properly. "Information that could turn the tide of the battle, which the princess needs to know! Please!" Shining Sky put on the most pitiful, pleading puppy dog eyes that she could muster. This, when coupled with her heavy breathing and disheveled features, conspired to make her look like a leering, wide eyed imbecile.

The marine snorted with derision and pulled out a riot baton. "I think its time for you to go. Civilians are prohibited from entering the bridge during battle. Get back to your safe room."

Shining Sky frowned and grit her teeth in frustration, before noticing that the lift to the bridge was right behind the troublesome marine and his squad. Shifting her eyes back to the marine in front of her, she gave him a forced smile as her horn began to glow.

"Sorry about this." With a loud pop, she disappeared from sight.

"Plot a firing solution! Target those enemy frigates before they close in!" Admiral Argo shouted, his hooves clenching one of the bridge railings as chaos ran free in the space outside. Lasers, missiles and cannon shells zipped through the void in between ships, leaving explosions and storms of shrapnel in their wake. A second broadside had devastated the Federal fleet, leveling the battlefield a little by disabling several of the smaller ships

within it. The battle was still more than precarious, with more than half of Yeung Gao's strike craft slipping past and striking the Exodus fleet from the rear, forcing The Ark's strike craft to return and protect the fleet from harassment. As Argo watched, a predator fighter zoomed past the bridge window, chasing a Federation Warhawk with flames trailing from its engine. The predator's autocannons let loose a withering burst of fire, ripping off one of the Warhawk's wings and causing it to veer off uncontrollably, eventually burrowing into the side of an Imperial frigate and detonating.

"Sir! The enemy fleet is moving into a pincer formation!" A nearby ensign shouted, his hooves hammering on the battle map's console. Admiral Argo brought up the battle map in his eyepiece, examining the situation with a critical, experienced eye. Sure enough, Yeung Gao's frigates were fanning out to flank and enclose the Exodus fleet, with his assault cruisers and battleships forming the solid core of his battle line.

"Redirect strike craft and disrupt the starboard arm of the enemy pincer! Shift the battle line accordingly to face the rest of the enemy fleet!" At Argo's order, the strike craft wheeling around the Exodus' fleets warships peeled off and streaked towards their targets at full speed. Anti strike craft turrets on each warship swiveled in their mounts and picked up the slack, destroying Warhawks in mid flight with computer controlled precision.

The Exodus fleet rotated and adjusted their positions, forming into a battle line facing the rough semi circle formed by the Federal fleet. Then, the three battleships at the core of the Federal formation halted and rotated ninety degrees in place, presenting the full force of their firepower to the Exodus fleet. Argo swore as he realized Yeung Gao's ploy. By moving to match the Federation battle line, the Exodus fleet had presented larger targets, allowing Yeung Gao to use the superior firepower of his battleships to his advantage.

"Fleet orders!" Argo shouted. A nearby communications officer hammered at his console and patched Argo's voice to the captains of the Exodus fleet. "All power to forward shields! Disable all non essential systems and have engineering overload your reactors! Whatever happens, we have to weather their fire!" All over The Ark, lighting was turned off. The bridge was plunged into darkness, before being illuminated with red emergency lighting.

Then the bridge lift opened. A black unicorn strode out, confident and completely sure of herself. Then she stumbled on a step and sprawled on the ground ungraciously with a clatter. None of the bridge staff noticed her entrance, discipline forcing them to remain focused on the battle. The two princesses standing to the side of the bridge however, trotted over and stared down at the unicorn with confusion.

The unicorn glanced up to see her two monarchs, bathed in red light, staring straight into her eyes with unreadable expressions on their faces. She involuntarily quailed and attempted to make herself as small as possible under their gazes.

You've come all this way to be scared into inaction? For shame! The voice spoke forcefully, all trace of friendliness and amusement gone, replaced with a reproving, authoritative tone. At its words, Shining Sky straightened and shakily got to her hooves. With a burst of determination, she looked back at the two princesses and explained herself.

"Your majesties, I think I might have found a solution to our problems."

Allow me to introduce myself. The voice left Shining Sky and entered Celestia and Luna's unprepared minds, causing them to start with fright. Celestia, recognizing the characteristics of mindspeak, turned her initial fright into outrage as she replied.

What is the meaning of this? Who and what are you?

I am your friendly neighbourhood cosmic entity. The Jovians call me Reh'namok. The voice had assumed its usual amused tone, but had injected it with an ounce of severity and gravity as it spoke to Celestia. ***This is why you should help me.***

And that is why, as an ancient enemy of the Jovian people, I intend to destroy the Federal fleet currently assailing you, solving your whole...death problem and also having my own long overdue revenge. The voice had, in fact, not explained anything at all, but had immediately jumped to its conclusion after its introduction.

Celestia, however, was far too pragmatic to look a gift horse in the mouth. She decided that she would rather not hear the story while her people teetered on the brink of destruction.

And what is the condition for your aid? Celestia asked, unwilling to abandon caution despite what the voice offered.

The only condition, my dear Celestia, is that you free me from my prison and allow me my freedom. The voice grew theatrically sorrowful as it spoke. ***Oh, how I have longed for the simple joy of walking on my own two feet after such an unbearably long time...***

"Enemy fleet preparing to fire!" An ensign shouted at admiral Argo, who slammed his hoof onto the battle map control panel in frustration. "Brace for impact!"

You should make your decision soon, Celestia. The battle seems to be slipping out of your hooves even as we speak.

Celestia glanced at Luna, who had heard the entire 'conversation' through her mental link with her sister. Luna frantically nodded, the first hints of fear breaking through her carefully constructed facade of serenity. Celestia came to a decision, the frantic desperation evident in Luna's body language enraging her with sisterly protectiveness. She would not let any more of her people come to harm. She would do whatever it took to survive.

Trotting over to a nearby gunnery console, she gently pushed the ensign manning it aside with a burst of telekinesis. The protest on the ensign's lips faltered and died as he saw his princess take his place.

Where? An image of an asteroid field to the rear of the Federal fleet flashed into Celestia's mind. The image zoomed in on one particular asteroid, holes from stray gunfire revealing its hollow and unusual structure. With her telekinesis, Celestia frantically maneuvered the console joystick, centering the crosshair on the asteroid field at maximum magnification. She stabbed a button with her hoof and the targeting computer took over, maneuvering the railgun into position and making micro adjustments to account for the movements of its target.

"Your majesty, what are you doing?" Argo shouted, rage plain on his

features as he witnessed Celestia's actions. Celestia glared at him, determination and steel evident on her face and in her voice.

"Do not challenge me, admiral."

The railgun fired, propelling a high explosive shell towards the asteroid at supersonic speeds. The targeting computer estimated several seconds to impact.

The Federal fleet opened fire, a solid wall of metal and barely contained energy erupting from its weaponry.

The projectile hit home, shattering its target. Celestia, Shining Sky and Luna held their collective breaths. Nothing happened. For a few agonizing seconds, the Federal gunfire tore its way through space unimpeded, nothing appearing to halt its progress or to defend the Exodus fleet from certain destruction.

Crewponies and captains alike closed their eyes in prayer. Admiral Argo stood firm, watching the coming onslaught with a dispassionate eye, as if he'd been expecting such a death for years.

The leading megalaser bolt impacted an Imperial frigate with a splat, coating its prow with bright red paint.

Chapter 7

A Perplexing Savior

An enormous egg shattered on *The Ark's* bridge window, obscuring the view of the battle with a splash of bright yellow yolk.

"What the buck just happened?"

Admiral Argo was hardly unique in his reaction. Shock and disbelief were evident on everypony's features as the Federal salvo which had threatened to annihilate the ships of the Exodus fleet was rendered utterly impotent. Megalaser bolts painted the hulls of Imperial ships with seemingly random colours, all obscenely bright and gaudy. Armor piercing shells were transformed into eggs and rotten vegetables mid-flight. Missiles detonated into colourful firework displays which would have mesmerized all who gazed upon them, had their audience's attention not already been captivated by the winged pigs which had once been Federal Warhawks. The crews of the Exodus fleet, shocked into inaction, could do little beyond observing the surreal scene which now unfolded before them.

All the Federal fleet could do in turn was drift. It had been rendered, for all intents and purposes, dead. The crews giving the warships life had abandoned their stations, at no fault of their own.

For nothing less than hell had broken out aboard the Ninth fleet.

Fleet Commander Yeung Gao, master of the *FGS Punisher*, hero of Mars and commander of the Ninth fleet, was insane. He had to be. How else could he explain the yawning void full of absolutely nothing which threatened to swallow him whole? His pistol was shaking in his grip, as if it was angry that it could not be brought to bare against this particular threat that so terrified its owner. As Yeung Gao watched, it splintered, cracked, and was pulled out of his grip, spiraling into the distance to be swallowed up by the darkness.

Fleet Commander Yeung Gao did the only thing his terrified mind would allow. He turned, and sprinted down the hall. After several seconds, he noticed that he was not moving. The floor underneath him had transformed. Ribbed, studded with tiny nubs and bumps, pulsating and...suddenly wet. With a gasp, he tripped and fell. His hands pressed into the soft meat of the floor, and he began clawing at it, trying to drag himself to safety, like a drowning man clutching at flotsam. The floor was retracting backwards into the darkness, and he could not escape. A wet, slurping sound caught his attention. The floor was curling up. It was a tongue, about to throw him into the literally carnivorous abyss. All notion of pride and strength left him as he soiled himself.

He screamed.

Sergeant Kieran O'Farrell racked the slide of his Bogatyr Type 2 assault rifle and fire on full auto, emptying his magazine with reckless abandon. Red hazard lighting flashed on and off, plunging the hallway into darkness and pulling it out of the same at regular intervals. With each flash of darkness the fanged monsters got closer. Corpses fell to Kieran's onslaught, only to rise and continue running after the lights flicker off. A grenade was pulled with shaky hands. The pin was ejected and the explosive was primed.

"F-Fuckin' die!" The resulting explosion showered him with entrails and gore. It seeped in through his clothes, and into his eyes. With a scream of horror, Kieran clawed at his face, at his neck, as the entrails wrapped themselves around him like snakes. Falling to his knees, he gripped a particularly thick strand curled around his neck and tore it off. The organ ruptured with a sickening, wet rip. As if on cue, the nightmare ended. The entrails ceased their movements and simply fell off. The gore and blood sloughed off eagerly, as if eager to be away from Kieran's body. The lights ceased flickering, and returned to the normal, warm glow of shipboard lighting.

Raucous laughter rang out, of the slightly crazed quality which comes from staring death in the face and beating it at its own game. Kieran got up, and took a closer look at the bodies.

They were farther from him than he remembered. And they were facing away from him, not towards. They all sported bullet wounds in their backs. And their uniforms...crewmen of the *FGS Vindicator*. His consternation and fear creeping back on him, he turned the nearest corpse over. Its face was *fully human*, and it was frozen in fear and desperation.

Stumbling away from the corpses in horror, the realization of his actions hitting him full force, he places the barrel of the rifle under his jaw, and fires.

Head engineer Ja'nik watched sullenly as death descended upon him. The ship's mastodon assault platforms, no longer machines of steel, but living, breathing creatures of flesh, were stampeding. They had violently torn out of their hangars and berths, and had set to the work of dismantling the ship with their razor sharp tusks and hooves. Crewmen and marines alike, clutching their heads as forgotten nightmares and long dead fears battered their sanity, were slain where they lay. Their blood dripped through the perforated steel floor of the ship's vehicle hangars as mastodons crushed, cut and threw them like ragdolls. Only Ja'nik and his people were safe. Only they had believed.

"To me, children of Jove." He commanded, his voice as solemn and emotionless as tradition commanded. "Our forefathers shall defend us." He walked around the group of Jovians standing in the middle, sprinkling ashes from an ancient Jovian horn in a ritual circle around them and murmuring shamanistic words of power. Their ancestors had would guard them from Rehn'amok's touch, in the same way that their ancestor's ancestors had defended them from the desert demons of ancient Jove. All they had to do was weather the storm.

All they had to do was weather the spirit of Chaos' rage.

"What in the hay is going on here?" Bolt asked, his tone revealing a war between confusion and genuine amusement.

"Oh Bolty, it's just Discord being Discord. No biggie." Pinkie said, as

carefree as ever. Her words caused some confusion among her squadron mates, and several of them abandoned professionalism to call her out on her incorrect choice of words. "Incorrect? You silly ponies, that's his name! Discord!"

"Do this later!" Spectral Blaze barked, by now used to Pinkie's bouts of nonsensical rambling and wanting to adapt to this confusing new situation. "Whatever it is, its not affecting our ships. They're fine. That's an advantage in my book." His squadron wheeled around and away from the Federation frigate they'd been harassing. As he spoke, the frigate's engines exploded in a shower of glitter, revealing a magnificent pair of wings fluttering in their place. A flight of Federation Warhawks dove towards Primaris squadron, and were promptly smashed together by an invisible force. The metal of the strike craft melted and melded together, until a perfect sphere of molten metal remained. The metal became flesh. The flesh became a whale. The whale began swimming through space, utterly content with life and its place in the universe.

"Did you see that shit?" Decimo practically shouted "What the buck is this?"

"Some unicorn on the fleet must be trippin' balls and went apeshit or something! It's gotta be magic!" Tempestus offered, his voice almost cracking with laughter as he spoke.

"You know, unicorns can make themselves bigger. That probably makes them more powerful or something. Makes sense when you think about it." Bolt said, thoughtfully.

"You're an idiot." Silver Blur said. "An unrestrained, absolutely inconceivably-"

"Comm discipline!" Spectral Blaze demanded, his patience strained by the unfamiliar battle circumstances. The radio crackled. It was Flight commander Onis. Completely professional and composed even among the extremely confusing events occurring in the space outside.

"Marching orders, gents. Form up on my squadron. We're going to finish this farce once and for all."

"Stop gawking!" Admiral Argo barked, martial pride and professionalism asserting itself once again. There would be time for speculation later. For now, action was demanded. "Resume battle operations! I want all weapons loaded and ready to fire, and I want a targeting solution on hand immediately!" The admiral pressed a button on the side of the battle map, magnifying it and immediately setting to work analyzing the tactical situation. Ensigns tore their eyes from the viewing windows and began hammering at their keyboards, carrying out the admiral's orders with practiced, albeit shaky, efficiency.

Shining Sky and the Princesses did nothing but continue to gawk and stare even as the bridge sprang to life around them.

"Sister..." Luna asked, awe and fear causing her voice to quiver as she spoke. "What did you do?"

"I...I don't know. That being spoke to us. It...I've never heard of anything like it." Celestia replied, clearly uneasy at her decision. She regarded Shining Sky curiously and raised an eyebrow. "You, my little pony, are going to explain exactly what that thing is and how you came to discover it i-when..." Luna glanced at her sister, having heard the if almost slip out instead. "we are the in the clear again. I do not know if I have made a mistake."

Shining Sky, for her part, quailed under the attention of her princess and shrank back, her mind going into panicky overdrive as sweat began beading on her forehead. Images of dungeons, dark interrogation rooms and torture chambers began rampaging through her psyche unrestrained, causing her to rub her hooves nervously and fall on her rump. Meanwhile, Admiral Argo struck a heroic pose and banged his hoof hard on the abused and long suffering battle map projector.

"All fleet elements, open fire! Destroy them!" The blue arrows indicating the elements of the Exodus fleet accelerated towards the hapless Federal fleet, indicated by red squares. An assault line of strike craft had formed up behind the enemy, and was moving at maximum speed towards their targets even as the Equine warships fired every weapon they possessed in one titanic broadside.

(CUE APPROPRIATE MUSIC)

A draconequus danced through his metal garden, sweeping away trifling, loose debris from his path with the merest thought. The burning hulks of frigates, he twisted into elegant steel shrubberies, each depicting the perfection and beauty of his slender form with flawless accuracy. Strike craft became roses and tulips in full bloom, possessing metal stems but real petals. Larger ships were rent into hundreds of small metal lumps. From these lumps grew grand trees of oak and willow, all proudly displaying golden leaves in all their glory and splendor.

The draconequus jumped and pirouetted, gravity somehow applying in the vacuum of space for him alone. He traced the outline of a flamingo with a single finger, and it burst into existence with not a care in the world. Taking its wing in his paw, the draconequus danced, the flamingo matching him movement for movement. The pair spun through the airless vacuum effortlessly, gracefully. Starlight shone, lighting them like a spotlight. Finally, the draconequus took his partner by the waist and tossed it upwards, relative to himself. The bird transformed into a cloud of flower petals which slowly drifted down around its creator, and the chaotic spirit took a short bow, before resuming his work.

The lifeless corpse of the FGS Punisher, the Ninth fleet's former flagship, was rendered into its constituent atoms and reassembled into a grand lake of liquid water existing in space, kept together and given form in the empty vacuum with minimal exertion on the draconequus' part. His artistic work finished, the chaotic spirit took a large amount of loose debris and melted it together, forming a shining steel lawn chair. He sat on this, and floated backwards to survey his dominion. It was good.

It was also extremely boring. With a yawn, he floated everything, the trees, flowers and swans, into the lake of water. With a flick of a wrist, he allowed the water to freeze into ice. After a moment of contemplation spent scratching his backside, he tossed the comet into a random direction with as much magical force as he possessed. Someone on some planet somewhere was about to have a very bad day. The draconequus produced a director's cutboard.

"Scene change!" The board snapped shut, and the draconequus was gone.

"It spoke to me. During the battle." Shining Sky gulped as she spoke, the eyes of Celestia and Admiral Argo boring into her and causing her to sweat profusely, enough to make it seem like she'd been in the rain. "It showed me when it was being held, and explained that the Jovians had imprisoned it unjustly, which is why he-it wanted to help us."

"Did it tell you what it was?" Celestia leaned forward, her interest becoming evident.

"It said that it was a cosmic entity. A star spirit th-"

"A magical entity not born of Equestria?" Luna piped up, scholarly curiosity getting the better of her. "I always told father that there had to be other places of magical power. This is...overwhelming!"

"So...what you're telling me, young lady, is that some voice in your head spoke to you and told you to release it by blowing it up." Admiral Argo leaned forward across the stainless steel table, his face completely straight.

"And...you think that your imaginary friend justified you coming up to my bridge, during a battle, interrupting me and my crew and potentially causing the deaths of everypony onboard this ship?"

Before Shining Sky could reply, Celestia spoke up from her place beside Argo. "It was not a figment of her imagination, admiral. Unless you were blind throughout the entire second half of that battle, I very much doubt your claim that what we saw was imaginary."

"Whatever the creature is, it is powerful, possessing almost omnipotent powers over matter." Luna said, her face contemplative. "It was clearly strong enough to destroy the Federal fleet on its own."

"And it could, in turn, probably destroy us with even less effort." Argo reminded her. "What does it want? What could such a powerful...god-like entity possibly have to gain from helping us?"

"Revenge was clearly a strong motive. It isn't immune to...'mortal' emotion." Celestia observed. Tactfully, no one mentioned the irony of her comment.

"So we have even more questions." Argo threw his hooves up in frustration and leaned back, clearly uneasy and unhappy about this turn of events. "I don't like rogue variables like this. Where is it? Why hasn't it shown itself to us?"

I believe that's my cue.

A flash of light, accompanied by the tell tale crack of teleportation, blinded everypony in the room. When their vision cleared, a slender, ill-proportioned chimera of a creature was lying on the steel table, head propped on a single avian arm. It winked at Celestia in what it clearly thought of as a seductive manner.

"Why hello there. Allow me to introduce myself."

The marines in the room raised their weapons in shock. Argo looked like he might have ordered them to fire, but a raised hoof from Celestia stifled him. The creature just smiled slyly, and spoke in a playful, mellow voice which nonetheless carried a subtle, threatening undertone which put those sharp enough to notice it on guard.

"My friends call me...D. I just saved your lives."

Silence reigned for a moment, before Shining Sky spoke up, cautious. "D? That's...that's it? The all-powerful voice in my head? You said your name was Rehn'amok!"

"That is but one of my many names, my little pony." 'D' said, grinning and showing far too much teeth. "When you've lived and traveled for as long as I have, something as trivial as a name just becomes...dull and...boring. I decided it was time for a change."

"What are you?" Celestia's tone was firm and uncompromising. She was perfectly ready to leap to the defense of her ponies against this being, god or not. She was...somewhat confident in her own not inconsiderable magical power.

"My, my, my, princess, such unwarranted hostility. That's no way to treat some...pony who just did you a favour." The creature brought an arm to his forehead in mock distress. "Young ponies these days...no respect for their elders."

"What are you?" Celestia changed tack, unsettled at the creatures seemingly unflappable confidence.

"I am unique. Not something that you can just categorize and file away." D brought a finger and thumb to his chin and rubbed it in mock thoughtfulness. "A god? Well, to you mortals I might as well be. You were impressed by what happened out there?" He jerked a thumb at the wall, as if indicating the space outside *The Ark*.

"Your aid was most timely...D. Thank you." Luna inclined her head respectfully, curiosity and caution warring against each other.

"At last, a young'un with manners." D slid off the table and strolled over to a nearby Imperial marine. With a flick of his fingers, the marine's flechette blaster popped out of its shoulder socket and floated in D's hands. His voice turned hard, and the underlying menace was no longer hidden, but on full display. "I could take your lives in a second if I wanted to." A snap of his fingers, and the blaster shattered. "I could snuff all of you out...and I could just as easily give you your lives back." The blaster reformed, flawless and as pristine as the day it came out of the factory. It levitated back towards its owner and snapped back into its socket mount. D strolled around the table, his audience watching him fearfully but curiously.

"I find your plight fascinating, my little ponies." D said, his tone back to its normal, mellow self. "We are very much alike. Misunderstood, maligned, simply for being who we are." He paused, and produced a large multicolored lollipop. He placed the stick in his mouth and took a drag. The lollipop began burning. D exhaled, and the sickly sweet smell of the smoke permeated the room.

"I'll be watching your journey with interest, my little ponies. Immortality gets boring quickly without entertainment, you have no idea." D frowned, then slapped his forehead theatrically. "What am I talking about, you two will find out in a few centuries time." He gestured at Celestia and Luna with a grin,

then took his lollipop out of his mouth and held it up. The candy blossomed, unfolding into a rainbow colored umbrella.

"Until next we meet, my little ponies!" The draconequus promptly floated out of the room, *through* the solid steel ceiling.

Stunned silence reigned after the one sided conversation, until Shining Sky found the nerve to speak up.

"How did he know about the Exodus?"

Chapter 8

The Elements are Gathered

"The Ninth fleet's last communication indicated a confirmed sighting of the enemy, and that all fleet elements were moving to engage." The avian alien's voice was croaky and inhuman, possessing a metallic tinge to it which served to make it unique and hard to read for emotion by most non-Funahr. This particular specimen, however, was visibly controlling an anxious stutter with only moderate success.

"My reconnaissance force entered the battlefield exactly twenty one hours after the Ninth Fleet's last communication was received. We did not sight or detect any vessels, friendly, or hostile, in the area." The Funahr gulped, perfectly aware that his next words were likely to make him the latest victim of Admiral Steiner's literally deadly rage. "We did discover a large amount of loose starship debris during a preliminary scan. The extent of the damage is far too great to ascertain which ships the debris came from...but considering their variety, it is likely that almost every ship in the Ninth fleet was represented. The scale likely indicates...catastrophic damage."

"What are you trying to say, captain?" Lord Admiral Steiner narrowed his eyes, waiting for the punchline that he knew was coming.

"It is extremely unlikely that the majority of the Ninth fleet came off well enough in the battle to utilize their warp drives without falling apart or...suffering reactor meltdowns. Minimal debris from Equine ships was accounted for, and no starship wrecks from either side were recovered. I'm afraid that all evidence points to the Ninth fleet as either outright destroyed or lost in warp travel. The circumstances, however, make even this simple conclusion shaky."

"Twenty five thousand men. There were twenty five thousand men, crewing twenty of the Federation Navy's finest warships, who launched the assault on the Equine fleet. You're telling me that they're all...just...gone?" Lord Admiral Steiner's voice was low and dangerous, an effect made all the more terrifying by the lack of discernible emotion on his face. The Funahr on the holographic projector coughed nervously and folded his winged

arms behind his back, likely as a self-comforting gesture.

"Yes sir...its as if our fleet just...disappeared." The Funahr straightened and regarded the admiral with expectant features, having said all that he had feared saying.

"There were no starship wrecks and not enough debris from a single ship to indicate a reactor meltdown, correct?"

"Affirmative, my lord."

"Interesting." The Lord Admiral leaned back in his command chair and raised an ornate horn pipe to his lips. He lit it, and took a long drag. The Funahr grew even more uneasy, unsettled at Steiner's lack of response. Finally, he plucked the pipe from his mouth and leaned forward.

"I want all of your findings concerning this incident forwarded to Federation Fleet Command. When you have sent them via comm buoy, you will go after the Imperial fleet by following their last known warp signature. Leave a trail of beacons for the cavalry to follow."

The Funahr raised a curious eyebrow, and Steiner could almost see the alien's heart slowing as his apprehension and anxiety bled out of him. The Funahr saluted, and winked from view as his holographic projector disconnected.

"Communications officer. Message for all fleet units within three days warp travel, and for *Abudatia Station*. Forward to Federation Fleet Command." The bridge comm officer nodded and placed his fingers on his keyboard.

"All Federal Navy warships are to rally on the *FGS Kraken's* location. *Abudatia* is to dispatch every available logistics support ship at its disposal, fully supplied, to be transferred to my personal command. All arrangements to be made within one standard day. Failure to be met with severe disciplinary action. Send." The comm officer nodded and pressed a key, sending the message into the short process of encryption and preparation before being bounced off every nearby comm buoy on the way to its recipients.

"Sir?" It was lieutenant Domenico Lombardi, Steiner's personal aide.

"That's over two hundred vessels. Half the entire sector fleet!"

"That's correct, lieutenant." Steiner spun his command chair around to face the young, olive skinned officer and raised an inquisitive eyebrow. "I assume that you have something more useful to say?"

"Sir...this seems like a serious overreaction. Surely the enemy fleet isn't threatening enough to warrant sending half the sector's warships after it? I mean...they're on the run and no longer a threat to any-"

"The entire Ninth fleet has been lost in combat to a numerically inferior opponent which it should have been able to defeat within a matter of hours." Steiner gestured with his pipe to Domenico's bridge station. "I'd say the situation just escalated, and that we have severely underestimated those...crowbait. Now return to your station, lieutenant."

"Sir...is this really necessary? There are civilians on tha-"

"Lieutenant! That's an order!" Steiner practically shouted, "Return to your station before I have you escorted off the bridge!" The young officer saluted stiffly, carefully reigning in his anger, before striding off of Admiral Steiner's command platform. The admiral did not miss the nervous glances thrown around by his bridge crew, but chose not to make an issue of it. None of them had fought this war for as long as he had. None of them understood.

Lord Admiral Steiner leaned back and exhaled. He turned his chair and looked up at his open bridge window, into the star filled expanse beyond it. Somewhere out there awaited the battle which would lay his personal demons to rest, and the consequences of failure were unthinkable. This was a war that he had dedicated his entire life to fighting, and he would see it finished, one way or another.

What had happened to the Ninth? Where had they gone? The thought was unnerving. As the Funahr had said, the scale of the damage done made the Ninth fleet's escape via warp extremely unlikely. But twenty five thousand men and their warships did not simply disappear without explanation. The thought unnerved him.

All the more reason to bring ten times as many ships as Yeung Gao had at his disposal.

"Now the gloves come off." He muttered, as he raised his pipe for another drag.

Applebuck strode over to one of the few steel dining tables with free seats in the entire mess hall, where a certain blue unicorn sat alone, eating her dinner in solitude. The red earth horse got the feeling that such isolation had never been unusual for her, and decided to remedy that unfortunate situation post haste. He set his dining tray down with as much gentleness as he could manage, determined not to startle his would-be dining companion. The faint clatter of cutlery betrayed him however, and Tender Heart looked up in response, clearly startled at the novelty of having someone willing to accommodate her presence.

"Evenin' miss." Applebuck frowned, and glanced over at a nearby wall mounted clock, which displayed the standard twenty four hour shipboard day. "S'pose that kind of thing don't matter much on a ship."

"Hello, Mr...Applebuck?" The unicorn's voice was as soft as always, as if she was uneasy at the prospect of upsetting or offending someone by speaking too loudly. "Was there something you needed?"

"No ma'am. Ah saw you here alone, figured you could use some company." Applebuck raised an eyebrow, "Though ah figure yall're unused to that kind of thing ain'tcha?" When he received silence in reply, he wondered whether or not he'd overstepped his bounds.

"You aren't used to speaking with mares, are you?" Tender Heart's voice had not changed in volume, but her tone contained a faint undercurrent of mischievousness. Blink and you were liable to miss it. Applebuck was completely oblivious.

"Ah'm 'fraid so. The only mares ah've spoken to are either my mother, Poseidon rest her soul, or farmhands."

"Oh...I didn't mean to pry. I'm sorry." The mare turned her head away nervously, her hooves resting idle on the table-top.

"Fer whut?"

"I didn't mean to imply that you were clueless, or rude or anything...like that..."

"No offence taken, ma'am. Ah'd neve-" As if on cue, Applebuck was interrupted just as he was making progress. A loud, repetitiousness clatter of aluminium cutlery, accompanied by a surprised shout of pain drew the attention of half the ponies in the mess hall, many of whom looked over with undisguised curiosity. In the middle of it stood a black unicorn pony, who Applebuck recognized as the same one from the council, and a brown earth horse dressed in a dirty blue mechanic's jumpsuit.

"Watch where you're going, lady!" He yelled, pain and undisguised anger causing his voice to quiver, and stomped a hoof in frustration. "Look at this buckin' mess!" The front of the jumpsuit was soaked clean through with hot carrot soup. Vegetable chunks adorned his neck and face, and aluminum cutlery was scattered all around his hooves. The unicorn had clearly collided with the ill-tempered mechanic and spilled her food all over him. Now the entire mess hall was watching the drama unfold, with nopony willing to step in.

"I'm sorry! I wasn't looking where I was going, I didn-"

"Shut your mouth! I go on duty in ten minutes and I have to get this shit cleaned up? Buck you!" The situation was rapidly escalating. Something had to be done. Applebuck nodded apologetically to Tender Heart, who was currently refusing to look at the incident.

"Back in a second, ma'am."

He stood up, and noticed a familiar rainbow maned stallion dressed in a pilot's uniform standing up at the same time, at a table occupied by off-duty strike craft pilots. They both trotted towards the site of potential fight, glancing each other with surprised recognition as they did so.

"Hey, you wanna take it easy on the lady there, buddy?" The pilot had reached the quivering, cowering unicorn first, and had defiantly placed himself in front of the much larger horse.

"This is none of your buckin' business, asshole." The mechanic lowered himself slightly, into a threatening fighting stance. "Get the buck out of my way before I break something."

"Ah reckon yall're makin' a right fool of yourself. Why don't you sit down, cool off, and let these folks get back to eatin' in peace?" Applebuck's tone had not deviated from its usual, gentle tones. Which only made his considerably larger and more muscular presence more intimidating as he placed a firm hoof on the mechanic's shoulder. The other horse spun around, an insult dying on his lips as he looked *up* at Applebuck and realized his chances in a direct confrontation.

"She dirtied my uniform!" The mechanic's feeble attempt at justification earned a disappointed shake of the head from Applebuck.

"And you call yourself a stallion? Look at her, she's terrified of you and she didn't want to hurt you." Applebuck's tone hardened a fraction. "Sit down, and stop bullyin' mares."

"Buck you." The mechanic shrugged off Applebuck's hoof but walked away nonetheless, muttering to himself as he did so. The ponies all around them resumed their meals, probably disappointed at the lack of entertainment.

"Tough guy eh? I had him on the ropes." The rainbow maned pegasus looked up at Applebuck and grinned. "I know you, don't I?"

"Sure do." The earth horse walked over to the mare and lowered himself to her eye level. "Ya'll alright miss?"

"Yes. Yes I am. Thank you." The unicorn was clearly shaken, but managed to hold herself straight as she gave her two rescuers a grateful smile. Her smile dropped as she saw the sorry remnants of her meal scattered over the floor. "I was looking for a table...but I guess I took too long and didn't see him in front of me."

"No worries ma'am. Ya'll can sit with us." Applebuck nodded at his table, where Tender Heart sat, nervously fidgeting. "We could use some more company. We're a bit short."

"Thank you, that means a lot to m-" A pink blur zoomed up to the group and

peered right at the unicorn with wide, unblinking eyes. An uncomfortable few seconds passed before the rainbow maned unicorn raised his hoof to cough, the lack of surprise on his face hinting that this was not an uncommon occurrence.

"Hi! I'm Pinkie Pie! I'm Spectral Blaze's wingpony! Who are your friends Blaze?" She gasped, and dashed over to Applebuck, craning her neck in awe in order to look up at him. "You're tall! Hi, I'm Pinkie Pie!" She held out a hoof expectantly. Deciding not to be discourteous, though he was thoroughly confused, Applebuck shook the proffered hoof firmly.

"Applebuck, pleased to meet you, miss." The earth horse frowned as he noticed several ponies staring at the unusual group, and shook his head slowly. "Reckon we ought'a sit down. We're drawin' some attention like this."

"Yeah, we should be getting back to our table. It was nice to se-" Spectral Blaze didn't get to finish his sentence, an admonishing pink visage popping up (Not quite) unexpectedly in front of him.

"What do you mean we should be leaving? We just met them! Don't be a rudey-poo!" The pink pony zipped behind Spectral Blaze and began pushing him towards the table with her head.

"Alright! Alright fine, for Poseidon's sake!"

The entire group took their places around the table, none of them noticing Tender Heart's slowly paling face at this sudden, extremely unwelcome influx of ponies.

"Hi! We haven't met! At least I don't think we have! What's your name?" Pinkie Pie said, entirely oblivious to the level of discomfort Tender Heart was outwardly displaying.

"Sorry ma'am. She's a little excitable." Applebuck said, eyeing Pinkie disapprovingly. "These are Pinkie Pie and Spectral Blaze." He gestured with his hoof at the two ponies in question.

"Hey doc. You fixed my concussion, remember?" Spectral Blaze stretched out a hoof, which was tentatively shaken in turn.

"Yes...yes I think I do. You're that pony who was hurt in the riot two weeks ago." Tender Heart's face grew concerned. "How are you doing? Have you experienced relapses? Migraines?"

"Nah. I'm a pilot. Don't have time for that kind of thing."

Applebuck noticed the black unicorn he'd 'rescued' sitting awkwardly to the side, unnoticed and unwilling to rectify the situation.

"What's your name miss?" He offered, with as much amiability and genuine interest as he could muster.

"Shining Sky. Pleased to meet all of you." She was confused. She likely had no idea how to interact with this many ponies in a friendly setting. Applebuck wondered why all the mares he'd met on *The Ark* so far all seemed to be maladjusted and socially awkward. "I can't thank you enough for saving me. Both of you. Poseidon knows what he would have done."

"It was nothing." Spectral Blaze said, leaning back with a smug grin on his face. "Fought bigger. I could have handled him, no sweat."

"Have ya' now?" Applebuck asked, raising an eyebrow. "Care ta elaborate?"

"Hell yeah I've fought bigger. Like, starship bigger." Spectral Blaze grinned and launched into a tale of his exploits as a strike-craft pilot and all-round war hero, with Pinkie Pie interjecting to spice up parts she thought boring, or to add annotations of her own to his tale. Soon, Applebuck noticed everyone at the table, even Tender Heart, listening intently to Blaze's stories, even if they smelled strongly of a less than truthful ego trip. Still, he couldn't complain.

What an odd group of friends they made. Applebuck frowned slightly. The word had come naturally, without prompting. Shining Sky chuckled, warmly and genuinely. Tender Heart even gave a small smile. Pinkie Pie had just interjected into Blaze's story with a 'correction', and the two pilots were now arguing light-heartedly about which of them was in the wrong. Watching the scene, Applebuck suddenly felt as if a previously unknown hole in his life was being filled. Was he feeling...genuine affection? For a group of

strangers that he'd just met? That was strange. What was stranger was that he couldn't shake the feeling that something vital was missing from the group, as if it were incomplete. With a shrug, he put it down to idle musings and began listening to Blaze's story attentively, subconsciously on the look out for plot-holes and deceptions.

A rough block of marble stood in the middle of a small, darkened studio, illuminated by a single light embedded in the ceiling. A nearby steel table held a dizzying array of tools arranged in order of size and utility. A power drill and an industrial strength rock cutter dominated the far right of the table, standing in stark contrast to a tiny diamond edged chisel and its matching mallet at the opposite end.

"Lights..." The room's sole occupant whispered, brushing jet black locks out of her eyes with a pristine white hoof. Her horn glowed, rotating a dial at the opposite end of the room, and the light illuminating the marble grew brighter.

"Tools..." She stepped over to the table and examined every item on display with a critical eye, spending as much time on each as was needed to ensure complete perfection. When she was satisfied, she nodded, and turned to the studio door.

"Privacy." The lock clicked, and blinds were drawn over the two large viewing windows situated on either side of the door.

"Now...time to create!" The unicorn levitated the rock cutter off the table, activated it by pulling on its charging handle, and placed its barrel on the marble block's surface. She spent several minutes positioning the rock cutter with a master's proficiency, turning dials and ensuring that the utmost precision was promised by it, before she pressed the trigger and sliced off a small chunk of marble, which subsequently clattered to the floor.

This piece was to be the first one that she had the opportunity to create in months. She'd had to fight tooth and hoof to have her studio transplanted to

The Ark once she'd heard of her place on it, and had argued that her artistic skills were surely needed to lift the spirits of the ponies aboard the fleet. This argument had been seen as extremely dubious by The Ark's designers, but they had none-the-less acquiesced eventually. Thus, the marble block was only one of several she'd been allowed to store within the studio itself. There was no more margin for error.

Her long hiatus from sculpting had left her bursting to the seams with unexplored ideas and unfulfilled artistic desire. Now that she finally had a moment of peace and quiet, she could turn her considerable skills towards the common good. That is, inspiring the ponies and horses onboard the Exodus fleet with an emotionally powerful carving sure to touch the sense of duty and pride within all true Imperial citizens. This was a task of tremendous gravity. It had to be exactly right. Perfection was demanded. In other words, business as usual for the supremely talented unicorn.

She spent a few more minutes examining the marble, superimposing her mental image of the finished piece onto the block and carefully judging the best way to cut her vision out of the material in front of her. Another cut, and another small piece of marble fell. She smiled with genuine pleasure at the sorely missed novelty of the act, then snuffed it out. Work came before such triviality as personal amusement.

It was business as usual.