**FRIENDSHIP IS MAGIC—PART ONE (Mare in the Moon)**

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Prologue

(*Opening shot: fade in to a closed book resting on a stretch of grass. It is bound in brown leather, with gold bands on the spine, and the cover depicts a unicorn’s head in gold with jeweled eyes. Zoom in as the cover opens to reveal “Once upon a time…” on the first page; when the screen is filled with blank whiteness, dissolve to a patch of dense clouds whose style suggests that they are part of the book’s illustrations. The border around the screen reinforces the effect. A gentle female voice begins to narrate.*)

**Narrator:** Once upon a time, in the magical land of Equestria…

(*On the second half of this, the clouds fade away and others slide out of view to expose the landscape. A town can be seen near a meandering stream, with a second one—made of clouds and rainbows—floating near it and higher than the peak of a nearby mountain. A city of white and gold projects from the nearly-vertical precipice. Zoom in on this, then cut to a pair of winged unicorns standing back to back on a cloud; the left one is white, with a pink mane and long tail, while the other is dark blue with a lighter blue mane/tail. Tilt up slowly.*)

**Narrator:** …there were two regal sisters who ruled together and created harmony for all the land. To do this, the eldest used her unicorn powers to raise the sun at dawn. The younger brought out the moon to begin the night.

(*In time with these descriptions, the sun rises behind the white one and the moon and stars ascend behind the blue to take its place. The two sisters now appear on opposite sides of a slowly rotating yin/yang design—sides: pastel green and marked with sun, pastel blue with the moon.*)

**Narrator:** Thus, the two sisters maintained balance for their kingdom and their subjects—all the different types of ponies.

(*Dissolve to the sun in a clear sky and tilt down past the younger unicorn’s lowered head; her narrowed eyes flash briefly before the camera stops on a group of ponies playing, eating, working the fields.*)

**Narrator:** But as time went on, the younger sister became resentful. The ponies relished and played in the day her elder sister brought forth…

(*Pan to a nighttime area filled with sleeping ponies.*)

**Narrator:** …but shunned and slept through her beautiful night. (*Tilt up to her, on a cloud under a crescent moon.*) One fateful day, the younger unicorn refused to lower the moon to make way for the dawn. (*Slow pan: the two face off, younger’s head/wings lowered, before she turns away.*) The elder sister tried to reason with her, but the bitterness in the young one’s heart…

(*Extreme close-up of her closed eyes, which open to show pink irises and fiercely narrowed, catlike pupils.*)

**Narrator:** …had transformed her into a wicked mare of darkness.

(*A violet mist washes across the screen and clears to show the change: the younger sister’s coat is so dark blue as to be almost black, and she wears blue armor on her head and chest. As she rears up, her long blue mane and tail billow behind her.*)

**Narrator:** Nightmare Moon!

(*Lightning strikes and the camera shifts to frame the Equestria settlements under a starless night and the crescent moon.*)

**Narrator:** She vowed that she would shroud the land in eternal night.

(*Dissolve to a sunlit hall in a palace and tilt down slowly to a group of five jewels attached by radial shafts to a gold hub, on which a glowing white sphere rests.*)

**Narrator:** Reluctantly, the elder sister harnessed the most powerful magic known to ponydom.

(*Overhead view of five jewels, laid on an ornate gold circle around a larger sixth at the center.*)

**Narrator:** The Elements of Harmony!

(*The elder sister now wears a gold tiara and shoots a pastel rainbow-colored beam from her horn, surrounding and subduing Nightmare Moon. It resolves into an image of the moon with an illuminated crescent and the younger sister’s silhouetted head visible in the darkened portion.*)

**Narrator:** Using the magic of the Elements of Harmony, she defeated her younger sister and banished her permanently in the moon.

(*It shrinks to the upper right corner of the screen, the silhouette fading away, as the background lightens and the older sister appears in the center on a golden throne. Her wings are spread, she has added a gold collar/necklace to her tiara, and the sun appears at top left. Zoom out slowly to frame this tableau in the morning sky above Equestria as a second, younger female voice gradually takes over during the following line.*)

**Narrator, Younger voice:** The elder sister took on responsibility for both sun and moon, and harmony has been maintained in Equestria for generations since.

(*Dissolve to the open book, which shows pictures from the preceding story.*)

**Younger voice:** Hmmm…

(*Cut to the reader, a light violet unicorn mare who sits on her belly, intently hunched over the book on the ground before her. Her mane and tail are straight and dark blue, with one streak each of dark violet and deep pink. Her eyes are large and purple, and on her haunch is a “cutie mark” consisting of a six-pointed pink star overlaid on a white one with five small white stars surrounding the two. This is Twilight Sparkle, whose face and voice mark her as a serious-minded thinker. It is daytime, and the white/gold architecture visible behind her suggests that she is in the mountain city seen in the book.*)

**Twilight:** Elements of Harmony…I know I’ve heard of those before. (*Long overhead shot; zoom out slowly.*) But where?

(*Snap to black.*)

OPENING THEME

Act One

(*Opening shot: fade in to a stretch of road, on which Twilight comes up over a hill, walking toward the camera. Her book is in a pair of saddlebags slung on her back. Two ponies step partly into frame in front of her, one white and one bright yellow with a cutie mark of two light blue hearts and one light green. The voice that speaks up identifies one of them as a mare.*)

**Mare:** There you are, Twilight!

(*Camera shift; a third is with them. All are unicorn mares with presents on their backs. The speaker is the white one, Twinkleshine: curly pink mane/tail, bright blue eyes, cutie mark of three blue stars. Another—medium blue coat, two-tone blue mane/tail, deep blue eyes—is Minuette. The yellow one—curly medium blue mane/tail, red-violet eyes—is Lemon Hearts. Her tail has a stripe of lighter blue that is not present in her mane.*)

**Twinkleshine:** Moondancer is having a little get-together in the west castle courtyard. You want to come?

(*Twilight recoils a bit from them; now Minuette’s cutie mark can be clearly seen as an hourglass.*)

**Twilight:** Oh, sorry, girls. (*eyeing her bags*) I got a lot of studying to catch up on.

(*She gives the trio a big grin and gallops off.*)

**Twinkleshine:** (*sighing disgustedly*) Does that pony do *anything* except study? I think she’s more interested in books than friends. (*They go on their way.*)

**Twilight:** (*to herself*) I *know* I’ve heard of the Elements of Harmony.

(*She races past two other ponies, up a few flights of steps, and into a tall tower. On a balcony outside its top level, a small, light violet dragon—a shade darker than Twilight’s coat—walks upright toward the doors carrying a present. The spiny plates running from head to tail are green, his underbelly is a pale yellow-green, and he has darker yellow-green ears shaped as tiny bat wings. The tail itself ends in a spade-shaped projection. This is Spike. Before he reaches the doors, they burst open and throw him backward; Twilight emerges from inside.*)

**Twilight:** Spike! SPIIIIKE! (*surprised*) Spike?

(*Cut to him, flat on his back; he sits up with eyes spinning. They are green.*)

**Twilight:** (*from o.s.*) There you are.

(*She gallops past as he clears his head. Inside, this level is shown to be a library, with various scientific instruments—including a large hourglass—arrayed near the floor-to-ceiling windows on one side. The woozy dragon comes up the stairs, with the present now impaled on his tail.*)

**Twilight:** Quick! Find me that old copy of *Predictions and Prophecies*. (*puzzled*) What’s that for? (*He pulls the box loose.*)

**Spike:** Well, it *was* a gift for Moondancer, but…

(*The bottom falls out, dumping a damaged teddy bear that squeaks when it hits the floor. His voice is somewhat younger than hers.*)

**Twilight:** Oh, Spike… (*knocking books off a stack with her head*) …you know we don’t have time for that sort of thing.

**Spike:** But we’re on a break!

(*Twilight eyes a book lying on the floor; her horn flares brightly and one on the top shelf floats free and down to her. She evidently possesses telekinetic abilities, which she uses to summon several more in time on the next line.*)

**Twilight:** No…no…no…no, no, no! (*Groan.*) SPIKE!! (*He is on a ladder at another high shelf, holding a book.*)

**Spike:** It’s over here! (*This time, her powers drag both it and him.*)

**Twilight:** Ah!

(*All the others hit the floor and she trots off, levitating this one alongside. This shot reveals that Spike stands roughly as tall as her back. As he reluctantly starts to pick up the books, Twilight lets her magic do the walking through the one he found.*)

**Twilight:** Elements, Elements, E, E, E…aha! (*reading*) “Elements of Harmony. See ‘Mare in the Moon’”?

**Spike:** (*now on ladder*) “Mare in the Moon”? But that’s just an old ponies’ tale.

**Twilight:** (*flipping more pages*) Mare, Mare…aha!

(*She has found a page that shows Nightmare’s silhouette framed by a crescent moon, as seen in the prologue. Four stars appear in the picture, one at each corner.*)

**Twilight:** (*reading*) “The Mare in the Moon. Myth from olden pony times.” (*Zoom in slowly on the picture, putting her o.s.*) *“*A powerful pony who wanted to rule Equestria. Defeated by the Elements of Harmony and imprisoned in the moon.”

(*Cut to Spike, now re-shelving books while slowly losing his balance on the ladder.*)

**Twilight:** (*from o.s.*) “Legend has it that on the longest day of the thousandth year, the stars will aid in her escape, and she will bring about nighttime eternal.” (*Back to her; she straightens with a gasp.*) Spike, do you know what this means?

**Spike:** No.

(*Gravity takes him and the tomes down with a yell; he lands on Twilight’s back and collects the scroll and quill pen she now has in her mouth.*)

**Twilight:** Take a note, please. (*snapping tail out straight*) To the Princess.

**Spike:** (*bouncing off it to the floor*) Okey-dokey.

**Twilight:** (*dictating while pacing; he writes*) “My dearest teacher: My continuing studies of pony magic have led me to discover that we are on the precipice of disaster.”

**Spike:** (*now o.s.*) Hold on. (*Back to him.*) Preci…preci…

(*He gives her a lost look—clearly he is not familiar with the word—and she thinks for a second.*)

**Twilight:** Threshold.

**Spike:** Thre… (*No good.*)

**Twilight:** Uh…brink? (*Still nothing; she groans.*) “That something really bad is about to happen”!

(*He writes this bit down quickly and she resumes her dictation and pacing.*)

**Twilight:** “For you see, the mythical Mare in the Moon is in fact Nightmare Moon, and she is about to return to Equestria and bring with her eternal night. Something must be done to make sure this terrible prophecy does not come true. I await your quick response. Your faithful student, Twilight Sparkle.”

**Spike:** (*slowly*) “Twi-light…Spar-kle.” (*He finishes writing.*) Got it!

**Twilight:** Great! Send it.

**Spike:** Now?

**Twilight:** Of course!

**Spike:** Uh…I don’t know, Twilight. Princess Celestia’s a little busy getting ready for the Summer Sun Celebration, and it’s, like, the day after tomorrow. (*She gets in his face.*)

**Twilight:** That’s just it, Spike. (*straightening up*; *camera tilts up toward sun*) The day after tomorrow is the thousandth year of the Summer Sun Celebration. (*Back to her.*) It’s imperative that the Princess is told right away!

**Spike:** (*writing*) Impera…impera…

**Twilight:** Important!

(*This word comes with enough oomph to throw him off his feet; he fetches up against a set of bookshelves.*)

**Spike:** Okay, okay!

(*He takes a deep breath, holds the rolled parchment in front of his mouth, and blows a burst of green fire over it. The message burns away, leaving only a tendril of sparkling pink smoke that snakes out a high window; tilt up to this.*)

**Spike:** (*from o.s.*) There! It’s on its way. (*Back to him as she paces.*) But I wouldn’t hold your breath. (*Pan to her.*)

**Twilight:** (*smugly*) Oh, I’m not worried, Spike. The Princess trusts me completely. (*crossing to him*) In all the years she’s been my mentor, she’s never once doubted me.

(*Spike’s cheeks bulge as if he is about to vomit; instead, he belches up a burst of green fire that forms into a sealed scroll. This drops to the floor.*)

**Twilight:** I knew she would want to take immediate action. (*Spike opens it and clears his throat.*)

**Spike:** (*reading*) “My dearest, most faithful student Twilight…” (*Cut to her at a window; he continues o.s.*) “You know that I value your diligence, and that I trust you completely.”

**Twilight:** Mmm-hmm.

**Spike:** (*from o.s., reading*) “But you simply *must* stop reading those dusty old books!”

(*She gasps as that sentence hits her like a two-by-four upside the head. Snap to black.*)

Act Two

(*Opening shot: fade in to a scrolling overhead view of the Equestria landscape, following a pegasus-drawn, flying gold chariot that carries Twilight and Spike.*)

**Spike:** (*reading*) “My dear Twilight: There is more to a young pony’s life than studying. So I’m sending you to supervise the preparations for the Summer Sun Celebration in this year’s location, Ponyville.”

(*During the previous line, the camera shifts to a closer profile of the chariot; the two pegasi pulling it are white stallions in gold livery and shoes. They have two-tone blue tails and matching crests on their helmets, similar to those worn by soldiers in ancient Rome. On the end of the line, cut to a head-on view of the clouds, which part to reveal the site: a pleasant-looking small town of wood-frame, thatched-roof buildings bordered by a stream and mountain. To one side is a fenced fruit orchard. Back to the pair; Twilight is clearly not enthused over this job.*)

**Spike:** (*reading*) “And I have an even more essential task for you to complete—*make some friends.*” (*She hangs her head over the side with a soft moan.*) Look on the bright side, Twilight. The Princess arranged for you to stay in a library. Doesn’t that make you happy? (*Long pause.*)

**Twilight:** (*brightening suddenly*) Yes. Yes, it does. You know why? Because I’m right. I’ll check on the preparations as fast as I can, then get to the library to find some proof of Nightmare Moon’s return. (*They approach the town.*)

**Spike:** Then when will you make friends like the Princess said? (*Final descent.*)

**Twilight:** She *said* to check on preparations. I am her student, and I’ll do my royal duty, but the fate of Equestria does not rest on me making friends.

(*The chariot touches down in a street, the two pegasi whinny, and Twilight climbs out.*)

**Twilight:** Thank you, sirs.

(*They smile and huff in response before she turns to Spike, who is now also out. As he speaks, a bright pink earth pony—that is, no horn or wings—with a fluffy, curly magenta mane and tail approaches from the other end of the street.*)

**Spike:** Maybe the ponies in Ponyville have interesting things to talk about!

(*The other pony is now seen in close-up: mare, with a cutie mark consisting of three balloons, two blue and one yellow. She stops in front of the pair and regards them with narrowed, medium blue eyes and a smile.*)

**Spike:** Come on, Twilight, just try.

**Twilight:** (*uncertainly*) Uh…hello?

(*The pink one responds with a massive gasp of pure surprise, a leap that leaves her briefly suspended in midair, and a sudden dash o.s. that nearly blows Twilight’s mane and tail off.*)

**Twilight:** Well, *that* was interesting, all right.

(*She trots off, Spike following with a weary moan. Dissolve to the pair proceeding through the orchard seen on the edge of town; Spike now has a scroll and pencil in hand.*)

**Spike:** (*reading*) “Summer Sun Celebration Official Overseer’s Checklist.”

(*They reach an open fence gate leading into a farm: well, barns, barrels, hay bales, and so forth. Above the gate hangs a wooden board with an apple-shaped cutout. Zoom out to frame the entire property, orchard and all.*)

**Spike:** “Number one. Banquet preparations—Sweet Apple Acres.”

(*A heavily Southern-accented female voice brings them up short.*)

**Southern voice:** Yee-haa!

(*Quick pan to the speaker, an orange-tan earth pony mare with a tousled blond mane and tail, both loosely tied back with red bands. She wears a brown cowboy hat and has green eyes and a trio of small red apples as a cutie mark. Racing up to one apple tree, which has several empty wooden tubs set around its base, she fetches its trunk a solid kick or “buck” with her hind legs. The strike shakes enough apples loose to fill the tubs in seconds, and she lifts her head proudly and crosses one foreleg over the other. The angle of her head exposes a small cluster of light, freckle-like “birdcatcher spots” at the outer corner of each eye. This is Applejack.*)

(*Twilight just hangs her head with a sigh and trudges forward.*)

**Twilight:** Let’s get this over with.

(*Spike follows as she lifts her head and approaches Applejack with a polite smile.*)

**Twilight:** Good afternoon. (*Close-up.*) My name is Twilight Sparkle.

(*Her face contorts in sudden pain, due to Applejack grabbing one of her front hooves and shaking it vigorously in a longer shot. The farmer’s voice is boisterous and friendly.*)

**Applejack:** Well, howdy do, Miss Twilight. A pleasure makin’ your acquaintance. I’m Applejack. We here at Sweet Apple Acres sure do like makin’ new friends.

**Twilight:** (*voice vibrating*) Friends?…Actually, I— (*Applejack lets go.*)

**Applejack:** (*winking*) So, what can I do you for?

(*Not realizing that her hoof has been released, Twilight is still unconsciously working it up and down. Spike finally stops its motion and laughs as she gives him a dirty look.*)

**Twilight:** (*clearing throat, smiling*) Well, I am in fact here to supervise preparations for the Summer Sun Celebration. And you’re in charge of the food?

**Applejack:** We sure as sugar are. Would you care to sample some?

**Twilight:** Well, as long as it doesn’t take— (*Applejack zips away.*) —too long.

(*Close-up of an iron triangle being rung as a meal summons, then cut to Applejack at it.*)

**Applejack:** SOUP’S ON, EVERYPONY!!

(*Back to Twilight and Spike on the end of this. They are quickly swept up in a stampede of earth ponies, which clears to leave them dazed and seated at a table. Applejack pops up next to them.*)

**Applejack:** Now, why don’t I introduce y’all to the Apple family?

(*Zoom out on the end of this to frame several new arrivals in the foreground, looking on eagerly, then cut to a close-up of Twilight.*)

**Twilight:** Thanks, but I really need to hurry.

(*A piece of dessert is thrust in front of her; in a longer shot, one of the family members is holding it. As Applejack begins to reel off names in an increasing tempo, one after another zips to the table and deposits an apple-based food item before rushing off.*)

**Applejack:** This here’s Apple Fritter, Apple Bumpkin, Red Gala, Red Delicious… (*now o.s.*) …Golden Delicious, Caramel Apple… (*Close-up of the table, ponies no longer seen as pile grows.*) … Apple Strudel, Apple Tart, Baked Apples, Apple Brioche, Apple Cinnamon Crisp…

(*By this point, the stack of food has grown so tall that Twilight and Spike have had to climb up to see over it. Applejack pops up again and takes a huge breath before continuing, the camera shifting to each of the next two members she names. The first is a large red stallion with birdcatcher spots, sleepy green eyes, hooves tipped with pale yellow, and a shaggy orange mane; he balances a cupcake on one hoof, wears a hitching collar, and has half a green apple as a cutie mark. The second, a young filly with no cutie mark, has a light yellow coat, reddish-gold eyes, and a red mane and tail. A three-layer cake is balanced on her back, just behind the large pink bow that secures her mane.*)

**Applejack:** (*from o.s.*) …Big Macintosh, Apple Bloom… (*Back to her and Twilight.*) …aaaaand…

(*She stuffs a whole apple in Twilight’s mouth and dashes off; quick pan to…*)

**Applejack:** (*from o.s.*) …Granny Smith.

(*Granny is an old, light green mare whose mane/tail have gone white and are each tied in a bun. Her cutie mark is an apple pie, and she wears an apple-decorated shawl around her neck. She snoozes in a rocking chair; zoom in.*)

**Applejack:** (*from o.s.*) Up and at ’em, Granny Smith! We got guests!

(*She wakes up with a snort, opening her eyes just enough to show them as red-orange. Her voice carries the same Southern accent.*)

**Granny:** Wha—? (*shambling over, mumbling*) Soup’s on…I’m a—here I come, I’m comin’…

(*Her joints creak audibly as she moves; when she reaches the table, Twilight still has her mouth full from the fruit Applejack shoved into it.*)

**Applejack:** (*patting Twilight’s back*) Why, I’d say they’re already part of the family.

(*One mighty spit sends the chewed-up apple flying so Twilight can voice an uneasy giggle.*)

**Twilight:** Okay, well, I can see the food situation is handled, so we’ll be on our way. (*Disappointed looks from others.*)

**Young Southern voice:** (*female*) Aren’t you gonna stay for brunch?

(*The speaker turns out to be little Apple Bloom, who has gotten rid of the cake on her back and is now giving Twilight the big sad soulful eyes.*)

**Twilight:** Sorry, but we have an awful lot to do.

**Apple family:** Awww… (*Pause.*)

**Twilight:** (*unwillingly*) Fine.

(*Cheers from the family as the camera tilts up to frame the awnings strung overhead in the trees to shade the gathering. Dissolve to a patch of blue sky marked by a few wisps of cloud and tilt down to ground level, where Spike comes up over a hill with his checklist.*)

**Spike:** Food’s all taken care of. Next is weather.

(*Looking back, he sees Twilight trailing by several steps, her gut badly distended and her head nearly touching the ground.*)

**Twilight:** (*groaning in discomfort*) I ate too much pie.

**Spike:** Hmmm…there’s supposed to be a pegasus pony named Rainbow Dash clearing the clouds. (*Twilight looks up and sees several clouds.*)

**Twilight:** Well, she’s not doing a very good job, is she?

(*With no warning, a multicolored blur flashes across the screen and plows her away. Globs of mud splatter back from the puddle in which they have landed; on top of Twilight is a sky-blue pegasus mare whose unruly mane and tail are both striped with all the colors of the rainbow. She has reddish-violet eyes and a cutie mark of a red/yellow/blue-striped lightning bolt issuing from a cloud. This is Rainbow Dash.*)

(*Twilight groans softly, muffled slightly by the mud, before Rainbow gets upright with a big goofy grin. Her voice has a raspy, tomboyish quality to it.*)

**Rainbow:** (*laughing sheepishly, leaning over Twilight*) Uh…’scuse me?

(*More laughing as she hovers a few feet up and Twilight groans again.*)

**Rainbow:** Let me help you.

(*Off she goes, with Twilight having barely enough time to stand up before she returns—now clean—and pushes a gray cloud into position above the puddle. A few stomps on its top produce a quick shower that leaves Twilight clean but soaked head to tail. Rainbow’s giggle floats down from overhead; cut to her on the cloud.*)

**Rainbow:** Oops. I—I guess I overdid it. Um… (*Back to the annoyed Twilight; she continues o.s.*) …uh…how about this?

(*“This” consists of the pegasus swooping down to fly in a tight circle around Twilight, creating a striped whirlwind that sucks all the mud out of the puddle.*)

**Rainbow:** My very own patented… (*She rises clear.*) …Rainblow-Dry! (*dropping to ground*) No, no, don’t thank me. You’re quite welcome.

(*Only now does she get a good look at the finished product: Twilight’s mane and tail are a frizzed-out mess not unlike those of the pink pony who bugged out on her earlier. She is clearly not amused; Rainbow, on the other hand, stifles a laugh and then gives it full voice, falling over in the process. Spike follows suit.*)

**Twilight:** Let me guess. You’re Rainbow Dash. (*She bolts upright, pitching Spike away.*)

**Rainbow:** The one and only! (*hovering*) Why? You heard of me?

**Twilight:** I heard you’re supposed to be keeping the sky clear. (*sighing, smiling*) I’m Twilight Sparkle, and the Princess sent me to check on the weather. (*Rainbow lounges on a cloud.*)

**Rainbow:** Yeah, yeah, that’ll be a snap. I’ll do it in a jiffy. (*Back to Twilight; she continues o.s.*) Just as soon as I’m done practicing.

**Twilight:** Practicing? For what? (*Back to Rainbow.*)

**Rainbow:** (*pointing*) The Wonderbolts!

(*Quick pan in the direction she has indicated, stopping on a poster pasted on a wall. Silhouettes of four pegasi streak across its starry sky, while three more—two mares and a stallion—stand proudly in the foreground. All three of these wear goggles and blue-green jumpsuits that leave snouts, ears, and manes exposed, and their manes are electric blue. Three lightning bolts are displayed at the bottom, the center one having a pair of wings. Zoom in slightly.*)

**Rainbow:** (*from o.s.*) They’re gonna perform at the Celebration tomorrow. (*Back to her, doing a loop to another cloud.*) And I’m gonna show ’em my stuff.

**Twilight:** (*smiling shrewdly*) *The* Wonderbolts?

**Rainbow:** Yep.

**Twilight:** The most talented flyers in all of Equestria?

**Rainbow:** That’s them.

**Twilight:** Pffft! Please. (*Rainbow glares at her.*) They’d never accept a pegasus who can’t even keep the sky clear for one measly day.

**Rainbow:** Hey. I could clear the sky in ten seconds flat.

**Twilight:** (*quietly*) Prove it.

(*The pegasus regards her from beneath lowered eyebrows for another moment, then springs into action to kick apart one cloud after another. The wake of her movements blows Twilight’s fluffed-up mane and tail back and forth as she and Spike watch.*)

**Rainbow:** Loop-the-loop around, and wham!

(*After this last hit, the sky above Ponyville is left without a cloud in it. This shot shows a round three-story tower or pavilion, with a porch at ground level and a balcony outside each upper story. The structure stands in a large open area, the town square, which is located near the stream at the edge of town. Unlike the other Ponyville buildings that will be seen on camera, this one appears to have one-piece double doors.*)

**Rainbow:** What’d I say? (*She drops onto the bridge over the stream.*) Ten seconds flat. I’d never leave Ponyville hanging.

(*The jaws of both watchers hang wide open at this acrobatic display in a close-up. Spike is first to recover.*)

**Rainbow:** (*from o.s., laughing*) You should see the look on your face! (*flying across, doubling back*) You’re a laugh, Twilight Sparkle. I can’t wait to hang out some more.

(*That last sentence kicks Twilight’s brain back into gear and throws a shock into her, but Rainbow zips away before she can say anything.*)

**Spike:** Wow…she’s amazing!

(*He toys with Twilight’s mane and smothers a guffaw; she gives him a disapproving little groan and stalks away toward the pavilion.*)

**Spike:** (*following*) Wait! It’s kinda pretty once you get used to it!

(*Zoom in on the upper portion of the pavilion on the end of this, then dissolve to Spike inside, checking the list again. Behind him, banners and flowers have been hung on the walls.*)

**Spike:** Decorations.

(*Cut to a ceiling-level view of the area—a single circular room—and tilt down past the elaborate hangings. The two sisters from the prologue are featured separately among the artwork, which includes a plethora of adornments for the balcony railings.*)

**Spike:** (*from o.s., breathlessly*) Beautiful.

**Twilight:** (*from o.s.*) Yes. The décor is coming along nicely. (*Both are now in view.*) This oughta be quick. I’ll be at the library in no time. Beautiful, indeed.

(*Between them, some distance back, another pony can partially be seen: white coat with a very faint gray tinge, long purple mane/tail done in loose elegant curls, cutie mark of three light blue lozenge-shaped jewels. That is, their shape matches that of the diamonds on playing cards.*)

**Spike:** Not the décor…*her!*

(*On this last word, the camera zooms in past the pair to focus on the third—a unicorn mare standing on a small dais at the back of the room. She wears pale blue eyeshadow, and her appearance and bearing mark her as a sophisticated type even before her voice confirms it. This is Rarity, who opens her eyes to expose vivid blue irises while levitating a few ribbon samples for a closer look.*)

**Rarity:** No…no…no… (*Back to Spike, hearts in eyes; she continues o.s.*) …oh!…goodness, no…hmmm…

**Spike:** (*grooming himself; hearts float up*) How are my spines? Are they straight?

(*Twilight just gives him a funny look before approaching the dais.*)

**Twilight:** Good afternoon.

**Rarity:** (*glancing briefly toward her*) Just a moment, please. I’m in the zone, as ’twere. Ah, yes! (*tightening a glittering red bow on a post*) Sparkle always does the trick, does it not? Why, Rarity, you *are* a talent. Now, um, how can I help you—

(*She trails off into a cry of horror upon getting her first good look at the poofed-up wreck of Twilight’s mane/tail, seen in a close-up and tilt from hooves to head.*)

**Rarity:** (*from o.s.*) Oh, my stars, darling! Whatever happened to your *coiffure*?

**Twilight:** Oh, you mean my mane? (*Cut to frame both.*) Well, it’s a long story. I’m just here to check on the decorations, and then I’ll be out of your hair.

**Rarity:** Out of *my* hair? What about *your* hair? (*She starts to gently bulldoze Twilight along.*)

**Twilight:** Wait! Where are we going? Help!

(*The lovestruck dragon floats after the pair, using the end of his tail as a propeller. Wipe to the exterior of an ornately decorated two-story building that bears a striking resemblance to an antique carousel, including the horses attached to the small upper story’s support posts and the one painted on a sign above the front door. This is the Carousel Boutique, whose door is split halfway up its height into two sections, each with its own knob. Unless otherwise noted, all doors in Ponyville will have this design, the same as that of the “Dutch door” commonly seen in horse stables. Several tents have been erected in the fields behind the building. Zoom in slowly.*)

**Rarity:** (*from inside*) No…no…uh-uh.

(*Cut to a mirror inside, which reflects a rather put-out Twilight dressed as a four-legged Statue of Liberty.*)

**Rarity:** (*from o.s.*) Too green. (*As a proper Southern lady.*) Too yellow. (*A Spanish dancer.*) Too poofy. (*A 1950s teenager.*) Not poofy enough. (*A French noblewoman.*) Too frilly. (*An aerobics instructor.*) Too…shiny.

(*Each of these outfits has incorporated a saddle in its design, and Twilight’s mane is done in an appropriate style; her tail is back to its usual shape. The next one consists of only the saddle, bedecked with small jewels, and a necklace bearing a large emerald. The straps float loose behind her; the mane is back to its normal straight style.*)

**Rarity:** (*from o.s., approvingly*) Now go *on*, my dear. (*Cut to her.*) You were telling me where you’re from.

(*She grabs the straps in her teeth and pulls. This area of the shop, part of a large showroom on the ground floor, can now be seen to have several mirrors, a changing room, and a low platform for customers to stand on so they can see their reflection. Twilight has risen to her hind legs, exposing a bracelet on a front hoof as part of the outfit.*)

**Twilight:** (*strangled*) I’ve…been…sent…from…Canterlot…to… (*Rarity lets go, surprised.*)

**Rarity:** Huh?

(*They go flying in opposite directions; Rarity is first to get up. The city on the mountaintop has now been identified.*)

**Rarity:** *Canterlot?!?* (*She rushes over; hearts float from the smitten Spike’s head. He is not carrying the checklist.*) Oh, I am so envious! The glamour, the sophistication! I have always dreamed of living there! I can’t wait to hear all about it. (*leaning close; Twilight backs up*) We’re gonna be the best of friends, you and I.

(*Her happy reverie breaks when she takes a good look at Twilight’s new duds.*)

**Rarity:** Emerald?!? What *was* I thinking? Let me get you some rubies! (*She dashes off.*)

**Twilight:** (*galloping past Spike*) Quick! Before she decides to dye my coat a new color!

(*He just stands in the middle of the floor and sighs contentedly before the view dissolves to a close-up of him riding through a meadow on Twilight’s back.*)

**Spike:** Wasn’t she wonderful? (*Longer shot; Twilight no longer wears the fancy saddle, and he has checklist in hand again.*)

**Twilight:** Focus, Casanova. What’s next on the list?

**Spike:** (*checking it, clearing throat*) Oh…uh…music. It’s the last one.

(*Twilight stops short upon hearing a fanfare being whistled somewhere up ahead; she and Spike hide in some bushes and poke their heads out to watch. Pan away from them to the source—several birds perched in a tree, with a light yellow pegasus hovering in front of them and facing away from the camera. Long, straight pink mane and tail that curl gently upward at the ends, and a cutie mark of three pink butterflies.*)

(*One of the birds is noticeably out of time, drawing the pony’s worried attention. A close-up presents Fluttershy for the first time—mare, with blue-green eyes and a soft, gentle, timid voice.*)

**Fluttershy:** Oh, my. Um, stop, please, everyone. (*Silence; she flies up to the bad singer.*) Um, excuse me, sir. I mean no offense, but your rhythm is just a teeny tiny bit off. (*Back up.*) Now, follow me, please. A-one, a-two, a-one, two, three.

**Twilight:** (*from o.s., calling to her*) Hello!

(*The shout not only startles the conductor, but scares her entire vocal ensemble out of the tree.*)

**Fluttershy:** Oh! (*She sees Twilight, now out of the bushes.*)

**Twilight:** Oh, my. I’m so sorry. I didn’t mean to frighten your birds. I’m just here to check up on the music, and it’s sounding beautiful.

(*Fluttershy touches down, looking at Twilight sidelong or not at all, and fidgets one hoof against the ground without saying anything. The newcomer stitches a big grin across her face and lets her eyes flick nervously back and forth for a moment before breaking the silence.*)

**Twilight:** I’m Twilight Sparkle. (*Silence; Fluttershy still avoids eye contact.*) What’s your name?

**Fluttershy:** (*softly*) Um, I’m Fluttershy.

**Twilight:** I’m sorry, what was that?

**Fluttershy:** (*backing away, even softer*) Um, my name is Fluttershy.

**Twilight:** Didn’t quite catch that.

(*The meek pegasus can do no more than voice a tiny squeak and look at Twilight sidelong, as if trying to disappear behind the hoof-length curtain of her mane. Birds return to the tree.*)

**Twilight:** Well, um, it looks like your birds are back. So I guess everything’s in order. Keep up the good work.

(*Another tiny little noise from Fluttershy.*)

**Twilight:** (*backing off slowly*) Oo-kay.

(*Fluttershy just stands there, eyes downcast and one of them hidden behind her mane. She finally peeks toward Twilight; cut to her one-eyed perspective of the unicorn and Spike, who has at last emerged from the bushes without the checklist.*)

**Twilight:** (*to him*) Well, that was easy.

(*Back to Fluttershy, who comes to life with a gasp and a flutter of wings that scares all the birds off again. Now she gets some lung power behind her voice.*)

**Fluttershy:** A baby dragon! (*She zips over to Spike, knocking Twilight away.*) Oh, I’ve never seen a baby dragon before! He’s so cute!

**Spike:** (*to the sprawled-out Twilight*) Well, well, *well!*

**Fluttershy:** Oh, my. He talks. I didn’t know dragons could talk. That’s just so incredibly wonderful, I… (*hovering*) …I just don’t even know what to say!

(*Spike suddenly finds himself grabbed by Twilight’s magic and hoisted onto her back; pan to her on the next line as she starts away.*)

**Twilight:** Well, in that case, we better be going. (*Fluttershy hurries after her.*)

**Fluttershy:** Oh, wait! Wait! What’s his name?

**Spike:** I’m Spike.

**Fluttershy:** Hi, Spike. I’m Fluttershy. Wow, a talking dragon! And what do dragons talk about?

**Spike:** Well, what do you want to know?

**Fluttershy:** Absolutely everything.

(*This conversation keeps grating on Twilight’s nerves until the last line, when her eyes pop in surprise. She groans loudly and the camera cuts to a long shot of the trio going down the road.*)

**Spike:** Well, I started out as a cute little purple-and-green egg.

(*Dissolve to the trio walking through Ponyville proper. It is now late in the afternoon, and Spike is still talking to Fluttershy as Twilight glares impatiently ahead.*)

**Spike:** And that’s the story of my whole entire life—well, up until today. Do you want to hear about today?

**Fluttershy:** (*moving closer*) Oh, yes, please!

(*Twilight does a quick 180-degree turn and stops in the same motion to face Fluttershy, prompting a yell from the passenger.*)

**Twilight:** I am so sorry.

(*Long shot: they have arrived at a large, gnarled tree whose trunk and foliage are set with many windows, one of which has a hanging lantern. A balcony is visible perhaps halfway up, the front door displays a picture of a lit candle, and a sign outside depicts an open book. In addition, a beehive hangs from one branch. This can only be the library Spike mentioned earlier in the act.*)

**Twilight:** How did we get here so fast? This is where I’m staying while in Ponyville, and my poor baby dragon needs his sleep.

**Spike:** No, I don’t! (*She bucks him off with a big phony grin.*)

**Twilight:** (*leaning to him, baby talk*) Aw, wookit that. He’s so sweepy, he can’t even keep his wittle bawance.

(*The “sweepy”—that is, “sleepy”—dragon glares at her stupidly grinning face before being swept up by Fluttershy.*)

**Fluttershy:** Poor thing. (*flying inside*) You simply must get him to bed.

(*Realizing that things are getting out of hand, Twilight dashes in and quickly ejects her.*)

**Twilight:** Yes, yes. We’ll get right on that. Well, good night!

(*Door slam, leaving a very befuddled Fluttershy on the step. Cut to the pitch-black interior, with the figures of Twilight and Spike dimly visible; he is quite put out at having the conversation broken off so abruptly. Both pairs of eyes gleam in the darkness.*)

**Spike:** Huh. Rude much?

**Twilight:** Sorry, Spike, but I have to convince the Princess that Nightmare Moon is coming, and we’re running out of time. I just need to be alone so I can study without a bunch of crazy ponies trying to make friends all the time. Now where’s the light?

(*She lets her eyes spin in their sockets on “crazy ponies” to drive the point home. Her question is answered when the lights suddenly come on, revealing a large circular room whose walls are lined with bookshelves; other volumes are scattered around lofts set into the walls above them. Night has fallen, and this reading room is filled with ponies, many of whom blow on noisemakers in their mouths. Streamers hang from the upper reaches.*)

**Crowd:** SURPRISE!!

(*Confetti rains down over the group, and a party favor is blown out in front of one thoroughly confused, grumpy-looking violet unicorn who moans wearily. Fade to black.*)

Act Three

(*Opening shot: fade in to the surprise party in full swing. The pink pony who dashed away so quickly upon first seeing Twilight pops her head into view to address her. This is Pinkie Pie, whose voice is cheerful, energetic, and slightly hyperactive-sounding.*)

**Pinkie:** Surprise! Hi. I’m Pinkie Pie, and I threw this party just for you! (*hopping around*) Were you surprised? Were you, were you? Huh? Huh? Huh?

**Twilight:** Very surprised. Libraries are supposed to be quiet.

**Pinkie:** (*giggling*) That’s silly. (*leaning on Twilight, who shakes her head*) What kind of welcome party would this be if it were quiet? I mean, duh! Booooring! (*Big grin; she follows Twilight, talking full tilt.*) You see, I saw you when you first got here, remember? You were all, “Hello,” and I was all— (*Gasp.*) Remember? You see, I never saw you before, and if I never saw you before, that means you’re new. (*Close-up of Twilight, groaning; she continues o.s.*) ’Cause I know everypony, and I mean *everypony*, in Ponyville.

(*Twilight comes to a refreshment table. As Pinkie keeps going at top speed, poking her head into/out of view from all angles, she takes a red bottle in her teeth and pours its contents into a waiting glass. Other bottles on the table are green.*)

**Pinkie:** And if you’re new, it meant you hadn’t met anyone yet, and if you haven’t met anyone yet, you must not have any friends, And if you don’t have any friends, then you must be lonely, and that made me so sad. And I had an idea, and that’s why I went— (*Gasp.*)

(*Close-up of the glass as Twilight puts a straw into it. The green bottles’ labels display filled glasses, while the red one shows flames. On the start of the next line, cut to frame them both as Twilight starts to sip.*)

**Pinkie:** I should throw a great big, ginormous, super-duper spectacular welcome party and invite everyone in Ponyville! (*Applejack, Fluttershy, Rainbow, and Rarity quickly gather around her.*) See? And now you have lots and lots of friends!

(*Twilight’s eyes pop as big as dinner plates and she turns to face the group, her face suddenly beet-red with bulging cheeks and streaming eyes due to the effects of her drink. Zoom in quickly to a close-up.*)

**Applejack:** (*from o.s.*) Are you all right, sugar cube?

(*Longer shot; Twilight jumps up with steam whistling from her ears, her mane and tail briefly turning to flames, and zips off at top speed. Pinkie’s next words get a round of puzzled looks.*)

**Pinkie:** Aww, she’s so happy she’s crying!

(*As Twilight goes upstairs to get some relief, Spike picks up the bottle and regards its label; close-up of this.*)

**Spike:** (*from o.s.*) Hot sauce.

(*Pinkie reaches into view and tips the bottle so that the sauce dribbles over one of the cupcakes on the table.*)

**Pinkie:** (*from o.s.*) Mmmm…

(*If her previous words had the others confused, her next action—to pick up the snack and eat it in one bite—really throws them for a loop or three.*)

**Pinkie:** (*mouth full*) What? It’s good!

(*They smile again at the sheer silliness of her appetite. Dissolve to a loft that has been outfitted as a bedroom for Twilight and zoom in slowly. There are bookshelves lining one wall, but the rest of the space has been cleared to make room for a bed, a house plant, a small floor mat, and a table by the window with a unicorn-head bust on it. Two overlapping horseshoes and a cuckoo clock have been hung on the wall, and a telescope stands at the window. Part of the floor-level section of this room is visible: more bookshelves, a desk, the entrance to a staircase leading down. This living space, therefore, is on a higher level than the main reading room.*)

(*Twilight is on the bed, huddled on top of the blankets with her head under the pillow, and the lights are dim up here. However, muffled, pounding dance music can be heard from below, indicating that the party is still going. She lifts her head in close-up, pillow and all, and takes note of the insanely late hour with a groan. A door is heard opening.*)

**Spike:** (*from o.s.*) Hey, Twilight!

(*Floor level; he has just entered, lampshade on head, and is still grooving to the beat that can now be heard very clearly.*)

**Spike:** Pinkie Pie’s starting Pin the Tail on the Pony! Wanna play?

**Twilight:** No! All the ponies in this town are CRAZY! Do you know what time it is?

**Spike:** It’s the eve of the Summer Sun Celebration. (*Cut to Twilight; he continues o.s.*) Everypony has to stay up, or they’ll miss the Princess raise the sun. (*Ground level, framing both.*) You really should lighten up, Twilight. It’s a party!

(*With a tilt of the shade, he saunters out to rejoin it; she mimics his tone of voice with gibberish as the door closes. Overhead view as she lies down, holding the pillow over herself, and groans.*)

**Twilight:** Here I thought I’d have time to learn more about the Elements of Harmony. But, silly me, all this ridiculous friend-making has kept me from it!

(*A turn toward the window affords her a clear view of the full moon, whose craters and darkened surfaces form the silhouette of Nightmare’s head. She gets up and approaches as four prominent stars slowly drift toward it.*)

**Twilight:** (*softly*) “Legend has it that on the longest day of the thousandth year…” (*Outside the window.*) “…the stars will aid in her escape…” (*levitating an open book*) “…and she will bring about everlasting night.”

(*She is repeating what she read about the Mare in the Moon during Act One, with a slight mis-quotation of the last two words. Back inside the room; she lowers the book, which shows the same vision that she sees through the window.*)

**Twilight:** I hope the Princess was right. (*Close-up, the moon reflected in her eyes.*) I hope it really is just an old pony tale. (*Door opens.*)

**Spike:** (*from o.s.*) Come on, Twilight! (*Cut to him, still wearing the lampshade.*) It’s time to watch the sunrise!

(*Wipe to the exterior of the town square pavilion, its windows glowing into the night as several ponies make their way to the door and the music fades. Inside, the camera tilts down from the many banners and the pegasi admiring them to frame a hushed, packed house; the dais on which Rarity was working stands empty, as does the balcony directly above. A curtained archway is behind the balcony railing. The profound silence is shattered when Pinkie zips up to Twilight and Spike, the latter riding on Twilight’s back and having ditched the shade.*)

**Pinkie:** Isn’t this exciting? Are you excited? ’Cause I’m excited, I’ve never been so excited, well, except for the time that I saw you walking into town and I went— (*Gasp.*) But I mean, really, who can top that?

(*The birds Fluttershy was rehearsing in Act Two perform a short fanfare, and a spotlight picks out the vacant balcony and descends to the dais. Here now stands a light tan earth pony mare wearing gold-framed half-moon glasses, and a white shirt collar secured with a green ribbon tie. Her waved mane and tail are two light shades of gray. She is Mayor Mare, and her voice has a tone of dignity that comes with age and experience in office.*)

**Mayor Mare:** Fillies and gentle-colts!

(*Close-up. The eyes behind the spectacles are bright blue, and her cutie mark consists of a scroll tied with a blue ribbon.*)

**Mayor Mare:** As Mayor of Ponyville, it is my great pleasure to announce the beginning of the Summer Sun Celebration!

(*Cheering from all except a very uneasy Twilight and Spike, then silence.*)

**Mayor Mare:** In just a few moments… (*Tilt up slowly toward the windows, putting her o.s.*) …our town will witness the magic of the sunrise and celebrate this, the longest day of the year!

(*The camera has stopped on the banner depicting the sun. Back to Twilight, Spike, and Pinkie.*)

**Mayor Mare:** (*from o.s.*) And now, it is my great honor to introduce to you the ruler of our land…

(*During this line, Twilight looks up at the moon and is stunned to see the four drifting stars disappear into its perimeter. At the same time, the dark unicorn-head shape vanishes from the surface. Back to Mayor Mare on the start of the next line.*)

**Mayor Mare:** …the very pony who gives us the sun and the moon each and every day…the good, the wise… (*Pan through the jubilant throng; she continues o.s.*) …the bringer of harmony to all of Equestria…

**Fluttershy:** (*to her birds*) Ready? (*Back to Mayor Mare.*)

**Mayor Mare:** …Princess Celestia!

(*Quick tilt up to Rarity, who grabs a nearby rope in her teeth and hauls on it. The curtains part, the spot hits the balcony as another fanfare plays, and Rarity—now seen to be standing at its edge—looks toward the pool of light. However, there is no one and nothing in it.*)

**Rarity:** Huh? (*General confused murmurs; cut to Twilight and Spike and zoom in.*)

**Twilight:** (*fearfully*) This can’t be good.

**Mayor Mare:** Remain calm, everypony. There must be a reasonable explanation. (*Back to Twilight/Spike/Pinkie on the end of this.*)

**Pinkie:** (*jumping in place*) Ooh, ooh! I love guessing games! Is she hiding?

**Rarity:** She’s gone! (*Gargantuan gasp from all present.*)

**Pinkie:** (*to Twilight*) Ooh, she’s *good.*

(*Her good cheer goes bye-bye in a split second as she voices a panicked cry while glancing up toward the balcony. Twinkling clouds of deep blue-violet vapor have begun to envelop the balcony as another gasp rises from ground level. Zoom in on Twilight and Spike, who remain fully illuminated and move closer to the camera as if on a conveyor belt; the lights dim on the rest of the crowd.*)

**Twilight:** (*softly*) Oh, no.

(*The thickening clouds burst away, revealing the blue-armored, winged unicorn figure of Nightmare behind them. Her mane and tail are made of the same blue-violet vapor, and her coat is actually an even darker blue-black hue than in the picture from Twilight’s book. The edge of her helmet frames scornful, light blue-green eyes with catlike pupils and deep blue-violet shadow on the lids, and her towering size is accentuated by the spread of her wings. A white crescent moon appears both on her chest armor plate, and against a dark purple splotch on her haunch as her cutie mark.*)

**Twilight:** (*from o.s.*) Nightmare Moon!

(*Spike moans in shock and faints, toppling off her back. Nightmare’s voice broadcasts an unsettling mixture of suavity, contempt, and barely concealed menace in roughly equal parts.*)

**Nightmare:** Oh, my beloved subjects. It’s been so long since I’ve seen your precious little sun-loving faces.

(*The camera cuts here and there among the terror-stricken crowd during the second half of this line, then frames a boiling-mad Rainbow in close-up.*)

**Rainbow:** What did you do with our Princess?!? (*She starts into a flying charge, but Applejack grabs tail in teeth to stop her.*)

**Applejack:** Whoa there, Nelly!

**Nightmare:** (*chuckling richly*) Why, am I not royal enough for you? Don’t you know who I am?

**Pinkie:** (*cheerfully*) Ooh, ooh! More guessing games! Um…Hokey Smokes! How about…Queen Meanie? No…Black Snooty! Black Snooty!

(*Her next guess is muffled by the cupcake that Applejack crams into her mouth with a big embarrassed grin.*)

**Nightmare:** (*leaning over Fluttershy, scaring her/scattering birds*) Does my crown no longer count, now that I have been imprisoned for a thousand years?

(*Next she gets in Rarity’s face, cradling it in a lock of her intangible mane.*)

**Nightmare:** Did you not recall the legend? (*slapping gently*) Did you not see the signs?

**Twilight:** (*from o.s.*) I did! (*Cut to her; Spike still laid out.*) And I know who you are! You’re the Mare in the Moon—Nightmare Moon! (*Crowd gasps.*)

**Nightmare:** Well, well, well. Somepony who remembers me. Then you also know why I’m here.

**Twilight:** (*losing her nerve*) You’re here to…to…

(*She swallows hard. Long shot of Nightmare, seen through the crowd; zoom in as she lets go with a growing chuckle.*)

**Nightmare:** Remember this day, little ponies, for it was your last. From this moment forth, the night will last forever!

(*Zoom out quickly; lightning cracks through the upper reaches of the pavilion and the material of her mane and tail billow over the entire room as she laughs exultantly. At ground level, Twilight grits her teeth out of nervous fear, the camera zooming in on her face. Cut to a “To be continued…” title card and fade to black.*)

**Continued in Part Two**