**MAY THE BEST PET WIN!**

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Prologue

(*Opening shot: fade in to a stretch of sunny daytime sky marked by a few wisps of cloud. A tiny speck emerges from the sun and races toward the camera, eventually resolving into Rainbow Dash going full tilt. Just as quickly, she zooms away as the camera swivels to follow.*)

**Rainbow:** (*laughing*) Woo-hoo! (*Profile close-up.*) Yeah!

(*More jubilant exclamations as she swerves a bit, does a loop-the-loop, and goes into a midair backstroke for a few seconds. Finishing with this, she whirls to face front and is off with another laugh. Cut to a close-up; the sound of a soft hoot catches her by surprise, and the camera zooms out to show that she has company. Owlowiscious, the owl Twilight Sparkle chose as a night-shift assistant in “Owl’s Well That Ends Well,” is easily keeping pace with the speed demon.*)

**Rainbow:** Who? (*She moves for a closer look.*) Oh. It’s you, Owlowiscious. Come on. (*zooming ahead*) Try and keep up!

(*Her burst of acceleration sends the brown bird into a feather-shedding spin, but he soon pulls even and surprises her a second time by flashing ahead. Rainbow hits the gas in an attempt to get some view of her fellow racer other than his tail feathers, punching through a cloud and laughing heartily as she goes. The sound of a dog barking up ahead throws her off guard, and Owlowiscious’ fuzzy outline backs up to face her—but now his head has been replaced by that of Applejack’s dog Winona. Rainbow stops dead to look him/her in the eye.*)

**Rainbow:** Winona?…I mean, Winona’s head? (*The creature briefly flies circles around her.*) Um, is this weird, or is it just me?

(*She gets her answer when the brown/white canine head turns into that of Angel, Fluttershy’s white rabbit, and the body morphs into that of Pinkie Pie’s alligator Gummy. Owlowiscious’s wings are still attached to the scaly green back.*)

**Rainbow:** Angel? (*It flies around her.*) Gummy? Okay, this is officially beyond weird now and moved right on down to Freakytown.

(*And it gets even crazier once the three-way combo flyer pulls up and Angel’s mouth opens. What emerges is not a tongue, but most of Rarity’s cat Opalescence, who snarls and slashes the air with a swipe of her claws. Rainbow recoils with a sharp gasp and drops out of the sky, the camera cutting to just above her as she falls away screaming. Before she can hit the ground, it and the clouds disappear in a black miasma that appears at the center of the screen and spreads outward. She is the last thing to disappear from sight.*)

(*Snap to her as she sits bolt upright among some tree branches with a yell. It is daytime, and a longer shot frames her seated on a branch, with a pillow placed behind her—she has just had a very bad dream while napping. An angry yowl from o.s. gets her attention; cut to Opal, also on the branch and glaring toward ground level. Up comes Winona’s barking; she, Angel, and Gummy stand at the base of the tree, and Owlowiscious hovers just above them with a hoot.*)

**Rainbow:** (*wiping forehead*) Phew.

(*Fade to black.*)

OPENING THEME

Act One

(*Opening shot: fade in to a long shot of the tree, the pony, and the five pets, then pan/zoom in on a nearby hill as their owners approach, laughing and talking. Owlowiscious perches on Twilight’s back, Gummy nips bits of Pinkie, Winona retrieves a thrown stick and brings it to Applejack, and Fluttershy chases Angel across the grass. Opal climbs down from the tree and jumps onto Rarity’s back as Rainbow flies down as well; the fluffy cat begins to wash herself.*)

**Rarity:** Sincerest apologies, Rainbow, if our pets were bothering you. (*baby talk*) Say you’re sorry, Opal. (*Opal turns around and hisses; Rarity addresses Rainbow again.*) She’s sorry.

**Rainbow:** What are you all doing out here?

**Applejack:** (*running across, throwing stick with tail*) Why, we always round up our critters for a regular ol’ pony pet play date in this park.

(*On the end of this, pan to follow the stick past Rainbow; the dog chases it.*)

**Rainbow:** Uh, you do?

**Applejack:** (*galloping past*) Same time every week.

**Fluttershy:** (*Angel now on her back*) I thought you knew. You didn’t know? (*to the others*) She didn’t know? (*She scuffs the ground nervously.*)

**Twilight:** Well, we had initially planned on inviting Rainbow, of course, except— (*Pinkie pops up, with Gummy suctioned to her head.*)

**Pinkie:** We were totally gonna invite you, Rainbow. (*She zips by Twilight, scaring Owlowiscious off.*) Then Twilight remembered that you don’t even have a pet— (*zipping to Rarity*) —and Rarity remembered that you really like to take naps in the afternoon. (*zipping to Applejack*) So Applejack figured you wouldn’t be missing out on anything anyway. And Fluttershy and I nodded our heads in agreement like this.

(*During the last two sentences, the camera cuts to a slightly bemused Rainbow, then back to Pinkie, who rushes to Fluttershy and pushes her head up and down in a nodding motion. The yellow pegasus continues to do so during her next line, her entire body rocking as well.*)

**Fluttershy:** Oh, please don’t be mad at us. (*Pause; Rainbow smiles after a moment.*)

**Rainbow:** Oh, I’m not mad. You all are right. Not much point of a pony pet play date for me if I’m a pony without a pet, right?

**Applejack:** Exactly! (*tossing stick off nose; Winona leaps after it*) So if’n you’ll excuse us…

(*Zoom out from her to frame all pets and owners enjoying the day, then zoom in on Rainbow as she flies back to the branch to resume her nap. However, the mingled voices and noises drive her to clamp the pillow around her head in a vain effort to block them out; cut to ground level.*)

**Rainbow:** (*from o.s.*) Hey! (*She touches down and walks toward them.*) Now wait a minute! Just because I don’t have a pet *now* doesn’t mean I *never* want a pet.

(*The camera instantly zooms in on Fluttershy, whose eyes shine with excitement.*)

**Fluttershy:** (*stammering*) Ooh! Oh, really? (*She flies over, with Angel on her tail.*) You really want a pet? Really? ’Cause I’ve got so many wonderful choices at my house!

(*She dives o.s.; cut to a close-up of her in flight and lifting Rainbow’s forelegs in her own.*)

**Fluttershy:** Oh, and I know you’ll just love them!

(*Zoom out. The animal lover is, in fact, just a couple of feet off the ground and hauling a slightly vexed Rainbow along so that her rear hooves drag the dirt.*)

**Fluttershy:** And they’ll love you! Oh! And you’ll be best friends forever and ever!

(*As she voices an ecstatic little moan, Rainbow gets her own wings going to provide enough extra lift to get herself clear of the ground.*)

***Light, jaunty string/woodwind melody with occasional brass/percussion accents***

***Triplet feel, moderate 4 (D flat major)***

(*Dissolve to a couple of birdhouses on Fluttershy’s property and pan to frame the backyard of her cottage. The area is filled with various and sundry animals, and Fluttershy—now sans Angel—flies into view while Rainbow trots after her.*)

**Fluttershy:** Now Rainbow, my dear, I cannot express my delight

It’s abundantly clear that somewhere out here

Is the pet that will suit you just right

**Rainbow:**  I can’t wait to get started, but first let me set a few rules

It’s of utmost importance the pet that I get

Is something that’s awesome and cool

**Fluttershy:** Awesome, cool. Got it!

I have so many wonderful choices, just wait, you will see

(*Rainbow zips into the air and back, leaving rainbow contrails.*)

**Rainbow:** I need something real fast like a bullet to keep up with me

(*Her return trip buzzes past several creatures, including a large green tortoise whose shell displays lighter green spots. Pan to the two pegasi; Fluttershy holds up a small brown rabbit.*)

**Fluttershy:** Sure! How about a bunny? They’re cutesy and wutesy and quick as can be

**Rainbow:** (*spoken*) Cutesy? Wutesy? Have you even met me?

**Fluttershy:** Rainbow, have faith—you see, I will bet you

Somewhere in here is the pet that will get you

(*flying off*) Come on, the sky’s the limit!

(*Rainbow trots off past the tortoise, an owl, and a toucan.*)

**Rainbow:** Sky is good. I’d like it to fly.

**Fluttershy:** (*from o.s.*) Really?

(*Cut to frame both near the cottage; Fluttershy has opened a window and is fishing around inside. She produces a white kitten with a blue bow on its head.*)

**Fluttershy:** Because I think this wittle puddy tat has your name written all over it.

(*Close-up of the skeptical blue pegasus as the kitten is held close enough to nuzzle against her cheek and meow happily.*)

**Fluttershy:** (*from o.s.*) Yes, he does. Aw, look, he likes you!

***Music stops***

**Rainbow:** Pass.

***Music resumes***

(*Now Fluttershy trots across the backyard and hovers in midair for a second.*)

**Fluttershy:** I have so many wonderful choices for you to decide

(*pushing animals toward Rainbow as she names them*)

There are otters and seals with massive appeal

**Rainbow:** (*spoken*) Otters and seals do not fly

**Fluttershy:** Maybe not, but I’ve seen this particular seal catch ten feet of air when he breaches the water! (*It barks and claps its fins.*)

***Music stops***

**Rainbow:** (*walking away*) That’s it. I’m outta here.

(*She nearly trips over the passing tortoise before Fluttershy swoops over to intercept; she then looks here and there.*)

***Music resumes***

**Fluttershy:** Wait! There must be a pet here that will fit the ticket

(*holding up the next two, one per front hoof*)

How about a ladybug or a cute cricket?

***E flat major***

**Rainbow:** Bigger, and cooler! (*Close-up of the tortoise; it touches her leg.*)

**Fluttershy:** (*from o.s.*) Bigger. (*Long shot of the pair; Rainbow pushes it away.*) Cooler. Right.

(*She pushes Rainbow toward a tree.*)

**Fluttershy:** I’ve got just the thing in that tree, Dash

(*She pulls on a low-hanging birdhouse to part the leaves as if they were a set of curtains. Zoom in on the opening; behind it, on a raised and lighted platform, stands a small brown squirrel against a backdrop of glittering purple drapery.*)

**Fluttershy:** Meet your new fabulous pet, Squirrelly

***Music stops***

**Rainbow:** (*from o.s.*) It’s just a squirrel.

**Fluttershy:** (*swooping in, carrying it upward*) Not just any squirrel. (*She tosses it up; cut to it as she continues.*) A flying squirrel!

(*Right on cue, it extends its limbs and deploys the folds of skin connecting them to glide down and land by Rainbow.*)

**Rainbow:** (*unimpressed, approaching camera*) Yeah, so like I was saying…

***Majestic straight time, slow 4 (D flat major)***

(*Fade to black. A spotlight flicks on to pick her out and follow her walk across the screen.*)

**Rainbow:** Fluttershy, pal, this won’t cut it

(*Light off; she rises into view.*)

I need a pet to keep up with me

(*She drops out; light on her again.*)

Something awesome… (*Off, then on.*) Something flying

(*She lifts off; fireworks burst behind her.*)

With coolness that defies gravity

***Music stops***

(*The sky fades into view behind her as Fluttershy flies over.*)

**Fluttershy:** I’m sensing you want an animal that can fly.

**Rainbow:** You think?

***Music resumes; original feel/time/key***

(*Fluttershy throws a foreleg over her shoulders and leads her away.*)

**Fluttershy:** I have plenty of wonderful creatures who soar in the sky

(*Pan away; the next two flutter into view.*)

Like a sweet hummingbird or a giant monarch butterfly

**Rainbow:** Better, but cooler!

(*She flies off, exposing the tortoise below; it pulls its head into its shell and immediately comes back out wearing a pair of sunglasses. The next three perch on low clouds, one by one.*)

**Fluttershy:** I see—how about an owl, or a wasp, or a toucan?

There’s so many wonderful creatures the likes of that

(*She pulls Rainbow away; two more soar past and perch briefly on Fluttershy’s forelegs.*)

There are falcons and eagles, they are both quite regal

(*Now she produces a bat, hanging from one foreleg.*)

Or perhaps what you need is a dark and mysterious bat

(*It stretches its wings for Rainbow.*)

**Rainbow:** Now you’re talking! (*She backs off to think in midair.*) But instead of just one standout, now that’s too many.

(*Fluttershy crosses to her as the camera zooms out to frame all six of the flying creatures, plus a few others, perched on or hovering by several clouds around the pegasi.*)

**Rainbow:** So many choices, and such riches a-plenty

**Fluttershy:** Not a bad problem to have, if you ask me.

***Urgent, faster 4 in straight time***

**Rainbow:** The bat would be awesome, but the wasp I’m digging too

Do you have something in a yellow-striped bat?

**Fluttershy:** No.

(*Both drop to the ground; Fluttershy shows off a flamingo for Rainbow and it holds out a long leg to shake.*)

I’ve got a hot pink flamingo just dying to meet you

**Rainbow:** What to do, what to do?

***B major***

(*She snaps upright with a happy gasp and darts over to stare Fluttershy in the face.*)

**Rainbow:** A prize! That’s it! There’s really just one way

(*She lights on the chicken coop’s roof as the animals gather around.*)

To find out which animal’s best

(*Darting down to the grass, she jumps onto the tortoise’s back, the shades go flying off.*)

Hold a contest of speed, agility, and guts

That will put each pet to the test

(*She holds the last note while rising into the air, after which Fluttershy zips up alongside.*)

***Stoptime, gradually building intensity***

**Fluttershy:** Don’t forget style, that should be considered

**Rainbow:** Then I’ll know for sure who’s best of the litter

**Fluttershy:** The one who is awesomest, cool

**Rainbow:** Just like me

***Normal rhythm, very grand***

(*She drops to the ground.*)

**Rainbow:** Can’t settle for less ’cause I’m the best (*Fluttershy joins her.*)

**Fluttershy,** **Rainbow:** So a contest we will see

**Rainbow:** Who’s the number-one greatest, perfect-est pet

**Fluttershy,** **Rainbow:** n the world for me

***Triplet feel***

(*Zoom out slowly from the pair to frame all the contenders in a long shot of the backyard; Derpy Hooves peeks out from the chicken coop.*)

**Fluttershy:** (*Rainbow joining in on last word*) May the games begin

(*Zoom in quickly to a close-up of Rainbow.*)

**Rainbow:** (*spoken*) And may the best pet win!

***Song ends with a stinger***

(*Snap to black at the same time.*)

Act Two

(*Opening shot: fade in to an extreme close-up of Rainbow as she blows a whistle, then cut to a longer shot. She has donned a baseball cap and stands in the Ponyville town square, while her five friends watch from the pavilion’s ground-floor porch. An overhead shot frames a line of animals standing/hovering to attention before her: wasp, duck, eagle, flamingo, bat, ladybug, toucan, falcon, butterfly, goose, owl, hummingbird. Lively cheers from the spectators come to a sudden end at a short blast from the whistle, after which she paces down the line.*)

**Rainbow:** So, you all think you’ve got what it takes to be my pet, do you? (*leaning into flamingo’s face*) Well, we’ll just see about that.

(*Her lunge has pushed the vivid pink head back hard enough to put several kinks in the long neck. When the bird swallows hard, the lump follows every new zig-zag bend down to its gullet.*)

**Rainbow:** If any of you don’t think you can handle it, bow out now before you humiliate yourself in front of your peers.

(*The end of this line takes her past the ladybug, which sinks to the ground.*)

**Rainbow:** This competition isn’t for the weak. (*to the butterfly*) You’d better be prepared to step up your game!

(*On each of these last four words, the camera cuts to a closer shot of her, ending with an extreme close-up of her face. The butterfly is visibly unnerved; Rainbow leans into its face.*)

**Rainbow:** (*full force*) You call that flapping?! (*She backs off; it flaps harder as she continues o.s.*) That’s better. (*Back to her, pacing.*) There’s only room on Team Dash for one of you, and my future pet needs to be able to take it to the extreme.

(*She zips upward without warning and stops several yards above the animals.*)

**Rainbow:** Any questions? (*Cut to them and pan to Twilight and Applejack at the porch rail.*)

**Applejack:** (*softly, to Twilight*) I got one. Does she understand what a pet really needs?

**Twilight:** (*softly*) Yeah, like care and attention. (*Winona pops up…*) Love and affection. (*…and licks her face; full volume.*) Ugh! And breath mints!

(*Both ponies turn their attention to the contenders as Rainbow swoops back down.*)

**Fluttershy:** (*pushing the tortoise up to her*) Now you just pay attention and try your best, and— (*Cut to Rainbow on the end of this.*)

**Rainbow:** Seriously, Fluttershy! The turtle? What did you bring that thing here for? (*Fluttershy licks a handkerchief and polishes the shell.*)

**Fluttershy:** Technically, he’s a tortoise, and he’s always dreamed of being somepony’s pet. He just wants a chance to compete. He won’t get in the way. You won’t even know he’s here.

(*The blue pegasus’ questioning look is met by a molasses-slow blink from the wrinkled face.*)

**Rainbow:** No!

**Fluttershy:** Oh, just let him try.

**Rainbow:** (*sighing disgustedly*) But there’s no way he can possibly keep up!

(*The hard shell gets a push that sends him rolling toward Fluttershy.*)

**Rainbow:** Look at him!

(*His center of gravity causes the roll to reverse itself so that he stops upright before her.*)

**Fluttershy:** (*holding him up*) It won’t hurt to let him try.

**Rainbow:** But—

**Fluttershy:** (*pushing him in her face*) Just let him try.

(*Extreme close-up of Rainbow and the tortoise on the end of this; next Fluttershy unleashes a beseeching grin that sends Rainbow into a short paroxysm before she can speak.*)

**Rainbow:** (*groaning*) Fine! (*Fluttershy sets the tortoise down; she gets in his face.*) But don’t say I didn’t warn you. This isn’t a game, you know!

(*Cut to frame him, her, and all the flying competitors. She addresses the entire group.*)

**Rainbow:** All right. Now these games will determine which one of you has the most important qualities I’m looking for in a pet.

(*Off she goes to the peak of a nearby hill, sprinting fast enough to leave a trail of multicolored flames and flip the tortoise upside down.*)

**Rainbow:** (*jumping on hill*) Speed!

(*She flashes back through the group, this time leaving a rainbow contrail that marks her hairpin turns among them.*)

**Rainbow:** (*now o.s.*) Agility! (*Skid into view; stand on hind legs and flex muscles.*) Guts!

(*Next she takes off and flies a tight spiral around a cloud to sculpt it into a likeness of herself.*)

**Rainbow:** Style!

(*Back to ground level; the background flares blue with stars.*)

**Rainbow:** Coolness! (*Quick pan to another spot; red lightning-bolt background.*) Awesomeness!

(*Another quick pan; this time, she has put on a pair of sunglasses and turned her cap backward. The background goes pink for this one as she stands up and crosses her forelegs.*)

**Rainbow:** And radicalness!

(*The normal background dissolves into view; Twilight has come over from the pavilion.*)

**Twilight:** Aren’t those all the same thing? (*Rainbow peeks over her shades, then through them.*)

**Rainbow:** You would think that, Twilight. (*patting her head*) And that’s why you would never qualify to be my pet.

(*Off she goes, leaving one irked unicorn in her wake. Wipe to an oval running track in the park; the competitors are at the starting line, Rainbow stands by the inside lane, and the other ponies watch from the outfield on the far side. The coach has ditched her shades and turned her cap around again.*)

**Rainbow:** Speed!

(*Extreme close-up of one bit of the line.*)

**Rainbow:** (*from o.s.*) On your marks…

(*Three feet step up, one belonging to the duck; a quack, and the camera cuts to Rainbow.*)

**Rainbow:** Get set…

(*Zoom out to frame all the animals, with the tortoise in the outside lane; the ladybug is not present, indicating that it has dropped out. After a hard squint at them all, she blows her whistle and the flyers are off in a cloud of dust. They rocket around the track and lap the tortoise even as he is slowly lifting one leg to take his first step. Each of Rainbow’s following comments is aimed at one particular animal as it passes her. First up: the bat.*)

**Rainbow:** Sorta speedy. (*Butterfly.*) Not speedy. (*Cut to the duck; she continues o.s.*) Pretty speedy. (*Pan to the owl.*) Could be more speedy.

(*The falcon catches up with a shrill cry and blasts ahead, its wake stripping the owl clean before it crosses the finish line and stops.*)

**Rainbow:** Yeah! *That’s* speed!

(*Cheers from the other ponies as the other winged racers come in; the owl’s feathers are back on. Only now does the tortoise complete his first step, the foot barely coming down past the edge of the starting line. Rainbow walks over and clicks her tongue disparagingly.*)

**Rainbow:** That’s just sad.

(*Wipe to an elevated obstacle course set up in the park, with the five spectators looking on.*)

**Rainbow:** (*from o.s.*) Agility!

(*The butterfly goes through a hoop and a set of uprights.*)

**Rainbow:** Sorta agile. (*The flamingo slips off a seesaw.*) Not agile. (*Toucan through a crazily bent pipe.*) Pretty agile.

(*Tortoise watches forlornly from the ground; bat through the uprights.*)

**Rainbow:** Could be more agile.

(*In close-up, the hard-shelled critter tenses for a jump as the camera pans ahead of him, then back. He has done no more than stretch up to his tiptoes, but the weight shift causes him to topple forward. Zoom out to frame Rainbow, flying slowly past him, on the next line.*)

**Rainbow:** Want to know the opposite of agility? That.

(*Now the hummingbird gets into the game, darting around the contours of an arrow, a crosspiece on which the toucan has perched, and around the interior of the hoop that now holds the tangled-up flamingo. Out to clear air, across to a finish-line banner, and down safely; the butterfly smacks into the banner and falls down, and the five ponies cheer the victory.*)

**Rainbow:** (*doing a loop-the-loop*) Yeah, baby! Now *that’s* what I call agility!

(*She holds up one front hoof for a high five, but the little avian just keeps hovering.*)

**Rainbow:** Don’t leave me hanging.

(*It delivers with one wing, only to drop out of sight due to not using that wing for lift, then rises sheepishly back to her level. Zoom out slightly to frame both.*)

**Rainbow:** I’m gonna have to shave a point off your score for that.

(*She produces a clipboard and makes a note with a pencil in her teeth as the hummingbird slinks away. Wipe to the five ponies looking confusedly ahead at something just o.s., then zoom out to frame Rainbow in front of them. In her teeth is the handle of a pet carrier, which she sets down.*)

**Rainbow:** Okay! Which of you has the guts to try and get Opal’s favorite toy away from her?

(*Cut to just inside the carrier on the end of this, the camera pointing out through its wire door. She places a squeaky toy mouse in front of this, then lifts the door; cut to outside. Two glaring yellow eyes flare in the darkness and are followed by the emergence of one rather hacked-off white cat. As soon as Opal extends one set of claws, a pan across the contenders shows that every single one of them has locked up with fear and total panic. Every one, that is, except the butterfly, which flits intrepidly across the grass to stop in front of Opal’s face. As she brings up one paw to slash it apart, it spreads its wings and swiftly hypnotizes her with the patterns of orange and black. The toy mouse is hoisted away and carried back to an impressed Rainbow.*)

**Rainbow:** Ha! Now *that* takes guts!

(*The other five ponies smile at the achievement, but Opal lets off a startled yowl once the hypnosis wears off. The reason, as shown when the camera zooms out, is that her carrier is being tipped forward by the tortoise’s slowly extending head in an attempt to trap her inside. Leaping clear, Opal gets on top of the tough shell and tries in vain to claw it apart; the tortoise has pulled his head, legs, and tail in, and Rainbow grimaces a bit before turning away.*)

(*The screen flashes white and clears to show a photograph of her and the bat, both wearing sunglasses and tensed for action. She has disposed of her cap and whistle.*)

**Rainbow:** (*from o.s.*) Style!

(*Other photos appear one by one, with a flash putting each new one on top of the others. She stands against a mountain backdrop, one foreleg on a stool and the falcon perched on a leather gauntlet laced around the other. She and the hummingbird do a little fencing. With her mane neatly combed for once, she stands alongside the owl in a classroom; they wear sweaters and bow ties, and the bird is atop a stack of books. She and the eagle have a curling match, sweeping the ice ahead of a stone on its way to the scoring area.*)

(*From here, cut to the photo shoot in progress. Rainbow is on a small stage with a curtain backdrop, wearing a scarf and four sandals and accompanied by the butterfly, and Rarity is behind a tripod-mounted camera. The insect flies away and the unicorn touches up Rainbow’s makeup in close-up during the following; the scarf is removed as well.*)

**Rainbow:** Any pet of mine’s gotta look good, ’cause he’s gotta make *me* look good!

(*Zoom out. The sandals are now gone, but her main concern is the stool that has been placed next to her—and the red-ribboned tortoise standing on it. A flash, and the picture hits the pile: she cringes away from the armored reptile, whose head/legs/tail have retracted into the shell.*)

(*Dissolve to Rainbow, once again suited up as coach, in front of the lineup.*)

**Rainbow:** Coolness!

(*Cut to the owl, which hoots when she points at it.*)

**Rainbow:** (*from o.s.*) Sorta cool. (*Quick pan to the duck; it quacks.*) Not cool. (*To the bat; a shriek.*) Pretty cool. (*To the toucan; squawk.*) Could be cooler.

(*To an empty patch of space, then tilt down to the buzzing wasp.*)

**Rainbow:** (*from o.s.*) Not what I had in mind.

(*To the butterfly; it opens its mouth but produces no sound, and she leans in close.*)

**Rainbow:** I can’t hear you!

(*To the tortoise, who has shed his red bow and can manage no more than a few hoarse, strangled grunts. As Rainbow glares down and makes a sound of revulsion, zoom out to frame the eagle in the fore. Its cry gets her attention very quickly.*)

**Rainbow:** Now *that’s* a cool sound!

(*Dissolve to a close-up of the bat, hanging upside down from a tree branch; the ears flick in various directions as it uses its natural sonar.*)

**Rainbow:** Sorta awesome. (*The toucan flicks out its tongue.*) Not awesome. (*A squawk; the flamingo balances on one leg.*) Could be more awesome.

(*Close-up of the owl; it turns its head 360 degrees, eliciting a laugh from her direction. Back to her.*)

**Rainbow:** (*laughing*) Yeah! That is *awesome!*

(*A little hop from ground level surprises her; sure enough, here is that tortoise again, smiling pleadingly before pulling his head in.*)

**Rainbow:** Uh, you did that already. That’s pretty much all you can do, huh?

(*The head emerges partway with a look of embarrassment. Wipe to a stage; the duck tap-dances into view with a straw hat and cane, but Rainbow is not thrilled. Next the eagle knits a sweater decorated with Rainbow’s likeness; she is still far from impressed at the effort. Up next is the falcon, wearing a black top hat and standing behind a deck of cards, it brings up the ace of diamonds in its beak, but she flips over the five of clubs in her teeth—a card trick gone slightly bad. Now the wasp hovers by a switched-on flashlight lying on the stage; in the spot of light thrown on the curtain, it produces a series of shadow puppets—duck, rabbit, sailing ship. However, the display only serves to put the pegasus judge to sleep.*)

(*Suspended upside down, the bat plays the first two five-note phrases of the original My Little Pony theme/jingle on a row of crystal goblets. It then cuts loose with a high-pitched shriek that shatters every last one of them.*)

**Rainbow:** (*from o.s.*) Whoa! (*Cut to her.*) That was truly awesome! But I’m afraid this is the radicalness competition, so I’m gonna have to take some points off.

(*Wipe to the stage and pan along its length to frame a series of obstacles working backward from a finish line. Safety net, flaming hoop, loop-the-loop track, guillotine, shark tank, springboard—and the tortoise standing on a platform at the start of this run. He tenses for a leap, but only manages to fall off and land upside down without even reaching the springboard. The curtain falls behind him, and Rainbow sighs heavily and approaches the stage.*)

**Rainbow:** Listen, turtle. (*Fluttershy puts her head out from backstage.*)

**Fluttershy:** Tortoise.

**Rainbow:** Whatever! (*Fluttershy backs off.*) You’ve had your fun, but I think you and I both know who made the cut and who didn’t.

(*Another of those maddeningly slow blinks, followed by a sad little croak. Long pause.*)

**Rainbow:** (*pointing*) You didn’t.

(*Her next gesture is aimed toward the sky; cut to the owl, eagle, falcon, and bat winging it as cheers float up from below. The five current pet owners are on the scene, Pinkie jumping in place as she cheers, and Rainbow turns back to the capsized tortoise.*)

**Rainbow:** I mean, A for effort and everything. You gave it your best shot. (*looking uneasily away, lifting him up to peek beneath*) Maybe I’ve got a gold-star sticker around here somewhere you can have. (*She sets him upright.*) But seriously, go home. You’re starting to creep me out.

(*Her reassuring smile gives way to worried confusion as the beady black eyes just stare pleadingly up at her. Finally she does a very slow turn away from the stage.*)

**Rainbow:** So…aaaanyway… (*She faces the four flyers, now landed before her.*) You’re all outstanding competitors. (*Cut to the owl, panning across the others; she continues o.s.*) But there can only be one of you who is number one.

(*Cut to her, then to the quartet and back as she continues.*)

**Rainbow:** So the final, tiebreaking contest is going to be…

(*The last word gets held out, after which the turns away to…*)

**Rainbow:** (*to herself*) Pause for dramatic effect. (*…then back with a grin.*) …a race against…

(*Zoom out quickly; she zips up to them.*)

**Rainbow:** …me!

(*Cut to the interior of a narrow, craggy ravine; she flies into view without her cap and whistle.*)

**Rainbow:** Through Ghastly Gorge! (*imitating dramatic horns*) Dun-dun-dunnnn!

(*On this last, cut in three steps to frame her in a long overhead shot; the gorge snakes away toward the horizon, and mist wafts up from far below as the eagle’s cry rends the air. Zoom out to frame it hovering nearby as she flies to it and Richard Wagner’s Ride of the Valkyries begins to play. She offers a handkerchief.*)

**Rainbow:** Gesundheit.

(*The other five ponies, their pets, and Spike watch from one edge. Rainbow plunges past them and lands at the bottom, where the falcon, owl, bat, and tortoise have gathered.*)

**Rainbow:** (*sighing contentedly, as the eagle joins them*) Actually, Ghastly Gorge isn’t scary. It’s fun. Heh. I’ve flown through it a million times myself, so, uh… (*Pan across the nervous animals; she continues o.s.*) …obviously I’ll be at the front of the pack. (*Back to her as she continues, now limbering up.*) But whichever of you make it across the finish line with me will have proven you can keep up with me, and will have earned the honor and glory of getting to be my pet.

(*She moves to the edge of the crag on which they are all standing.*)

**Rainbow:** Ready? (*The flyers line up.*) Set, go!

(*All go airborne, leaving the tortoise to creep up to the drop-off and helplessly watch them go, dropping his head. Meanwhile, Rainbow is having a ball, laughing and whooping as she barrels along a straightaway.*)

**Rainbow:** Try to keep up!

(*She speeds ahead through a series of hairpin turns and the four pursuers push furiously to stay after her. Through a gap between some trees and the wall, into a curve, around an outcropping and another tree, and on to a dark tunnel she goes. In here, the wind gusts are so strong that she fights to keep her forward momentum going, but she soon breaks through to daylight and stops to dust off her front hooves. The tunnel run has left her mane and tail noticeably disheveled, but has had no other ill effect on her. A quick wipe puts the striped hair back in order.*)

**Rainbow:** (*taking off*) Can’t catch me! (*Laugh.*)

(*As the four racers enter the windy passage, the bat gets blown backward and out the entrance as the others muscle through. It comes up with an angry little chitter and charges back in, and the camera zooms in quickly to a spot much farther back. The tortoise is here, sweaty of face and short of breath, but doing his best to move ahead on the course.*)

(*Cut to Rainbow, whistling a few notes in time with Wagner, then zoom out quickly to frame a dense tangle of thorny vines blocking her path. She stops to run a calculating eye over the mess, then addresses herself toward the approaching quartet.*)

**Rainbow:** (*tauntingly*) Come on, slowpokes! You want to win, don’t you?

(*Off she goes, steering with masterful precision through the overgrowth and even doing a quick twirl around one vine just to rub it in. Once she reaches the far end, she uses the vines to catapult herself around the tangle and then ahead. The eagle charges in only to get quickly bogged down in the thorns; the owl can see no way through the scramble; the falcon struggles to push through a knotted area and gets knocked spinning by the passing bat. The combination of sonar and small size allows this one to navigate a safe course through the vines, and it blows a raspberry once it gets clear. In short order, the eagle, owl, and falcon come out flapping, the last dragging a piece of vine with it.*)

(*Cut to a long overhead view of the gorge, panning ahead to frame the blue pegasus. In close-up, she takes a breather and hovers above the group as they close in. The falcon has removed the vine debris from its wing.*)

**Rainbow:** Oh, I forgot to tell you! Watch out for the quarray eels! They don’t like it when you get too close to their nests—like this!

(*On the end of this, she gestures toward a narrow defile between two high walls, one of which is pocked by several large craters. As she heads in, the eels in question—huge, red hide, purple underbellies and head fins, light pink spots—lash out of the holes and do their best to snag an appetizer of pony tartare. No luck, though; she veers around every strike and gets herself in the clear. As the four unnerved chasers watch, the eels retreat out of sight as if daring them to venture into the danger zone.*)

(*The bat is first to risk it; one eel quickly snaps it up, but it punches its way around inside the mouth and emerges from one nostril. Tilt quickly down to the eagle; another eel slams its jaws down too close for comfort, and the bird backs off with its head seemingly having been bitten off. However, the missing cranium quickly pops back up—the eagle pulled it in just in time. From here, the camera tilts quickly up to the owl, which is caught in a third eel’s jaws and has spread its wings wide to keep them from snapping shut. It eventually pulls loose and remains uneaten. In another up, the camera stops on a lashing eel, which retracts with the falcon caught by a tail feather in those fearsome teeth. After a brief struggle, the bird of prey yanks itself loose.*)

(*Pan quickly to Rainbow, taking her time somewhere up ahead.*)

**Rainbow:** Easy-peasy, one-two-threesy. (*flipping onto her back*) Right, you guys?

(*Maybe not, if the rock wall that she smacks into is any indication. The impact stuns her and sends cracks snaking all the way up to the gorge’s lip; one large slab slides free and tumbles down as the music reaches its climax. The cocky pegasus looks up just in time to get a really good view of the massive stone, then bugs out as it and other rocks plummet toward her.*)

**Rainbow:** AVALANCHE!!

(*Plastering herself into a cranny, she watches the winged racers flash by and starts after them.*)

**Rainbow:** Hey!

(*Whatever words she might have used next instead turn into a yell as another hunk comes down right on top of her and thick gray dust clouds boil up. Once the view clears, the camera tilts down from the lip of the gorge to frame the freshly piled debris on its floor. Rainbow’s head emerges from behind a particularly large boulder; she shakes some sense back into herself and starts to fly away, intent on making up for lost ground. However, she has barely lifted off before something stops her cold and snaps her back down hard. A short tilt down to ground level tells the tale: the corner of one wing is pinned under the rock.*)

**Rainbow:** (*struggling to pull free*) Come on…

(*Cut to a long shot of the receding quartet and zoom out to frame her on the next line.*)

**Rainbow:** No! Wait! Come back! Don’t leave me! (*Overhead view.*) I’m the one who’s supposed to win! (*Close-up.*) I don’t want to end up stuck here… (*horrified*) …forever.

(*The thought sends her into a new frenzied attempt to free herself.*)

**Rainbow:** Oh, no, no. No, no, no. Th…this can’t be happening. Forever is *waaay* to long to be trapped in Ghastly Gorge. I mean, it’s like… (*Zoom in quickly on her face.*) …forever!

(*Cut to a long shot of her and zoom out slowly along the gorge’s length.*)

**Rainbow:** Somepony! Anypony! HELP MEEE!!

(*The last two words echo in the wide crevasse as the view snaps to black.*)

Act Three

(*Opening shot: fade in to the same view of Rainbow that ended Act Two. She drops into a haunch-sitting position, and a close-up shows her to be on the verge of tears. Just as the first one hits the ground, the sound of footsteps is heard from o.s.; she straightens up, instantly all smiles, and looks eagerly out to catch sight of her rescuer. The camera cuts to her perspective of the gorge and pans from side to side, then reverses to point straight down the way. No creature is in sight, but the stuck pegasus remains in high spirits, as seen when the camera cuts back to her.*)

**Rainbow:** (*jumping up*) Woo-hoo! My prayers have been answered!

(*Zoom out a short distance to put the tortoise in the foreground.*)

**Rainbow:** Oh, thank you, thank you, thank—

(*She cuts herself off upon noticing him; cut to a close-up of the plodding green reptile.*)

**Rainbow:** (*from o.s.*) *You?* (*Disgusted sigh.*) Oh, no! (*Back to her.*) Now I’m not only gonna be stuck here forever, I’m gonna be stuck here forever with the most annoying turtle in the world!

(*She sits down again and covers her face with her front hooves, not noticing that the tortoise has reached the boulder and started to dig out a bit of the earth at its base. Once the hole is big enough to accommodate his head, he shoves it in—but Rainbow’s despondent sigh and dismissive wave show how little faith she has in him.*)

**Rainbow:** I’m doomed! Doomed, I tell you!

(*She starts crying silently, hooves to face, as the tortoise strains mightily against the immense weight. Finally he manages to lever it up and free of the ground, catching Rainbow’s attention after a moment. Wipe to a long overhead shot of the gorge and pan to a finish line at its mouth, in time with a bird’s shrill cry and a round of cheers from the five ponies and one dragon gathered here. The pets are also in attendance.*)

(*The falcon is first over the line, followed by the eagle, bat, and owl; as the flyers come in, though, the cheering steadily dies off and gives way to confused murmurs. With Rainbow nowhere in sight, Twilight tosses a puzzled glance back up the course.*)

**Twilight:** Hmmm… (*Her perspective of the line.*) …something’s not right here.

(*Back to her. She levitates a pair of binoculars into view and peers through them, but Fluttershy promptly shoves her aside for a look of her own.*)

**Fluttershy:** Where’s Rainbow Dash?

(*The binocs back away from her just far enough to make room for Applejack to zip in front and get her eyes to the lenses.*)

**Applejack:** (*pointing*) Great galloping galoshes!

(*Cut to her slightly blurred perspective, which focuses in on the fresh rockslide.*)

**Applejack:** There’s been an avalanche in there! (*Back to the line; Spike runs forward.*)

**Spike:** Rainbow!

(*Reactions of shock and fear from the other four as these two keep a lookout. Pinkie is first to break out of the group, jumping happily toward the line and pointing.*)

**Pinkie:** Wait! Look!

(*The binoculars’ view again, with the tortoise stumping slowly out of the dust clouds and a pair of sky-blue legs perched on his shell. Fluttershy’s voice marks this as her perspective.*)

**Fluttershy:** It’s the turtle!

**Twilight, Applejack, Pinkie, Rarity:** Tortoise!

**Fluttershy:** Whatever.

(*Tilt slowly up to frame Rainbow’s scuffed, smiling face. She has balanced her haunches atop the shell, with bandages wrapped around her midsection, and the view re-focuses itself on her.*)

**Twilight:** And he’s…carrying something on his back!

**Pinkie:** Oh, it’s Rainbow Dash! (*Back to the group; she jumps excitedly.*) It’s her! It’s Rainbow!

(*Cheers all around as the two make their way toward the line—very, very slowly. So slowly, in fact, that the group’s collective patience starts to wear thin.*)

**Fluttershy:** (*to Twilight*) Maybe we’d better go meet him halfway.

(*Twilight trots over, levitating the line’s posts and the checkered-flag banner strung between them, and plants the lot inches ahead of Rainbow and the tortoise. She gets the white line itself in place on the ground just in time for the stumpy feet to touch and move on past, to the sound of a fresh round of cheers. While the ponies and pets gather around the late arrivals, Spike walks up and pets the bald green head in close-up.*)

**Spike:** Huh! Way to go, little guy! (*Tilt up to Twilight and Rainbow.*)

**Twilight:** (*sighing with relief*) Thank goodness you’re not hurt, Rainbow.

**Rainbow:** Just my pride. (*She starts to dust herself off.*)

**Rarity:** (*from o.s.*) I…certainly hope… (*Cut to her.*) …all of this dreadful dust was worth it. (*Loud sneeze; cut to Applejack, petting Winona, on the next line.*)

**Applejack:** It sure was if’n it means Rainbow gets to have her own little critter just like the rest of us from now on.

(*In close-up, the tortoise looks up at Rainbow with a questioning little grunt; tilt up to her.*)

**Rainbow:** Uh…thanks. (*She climbs off and hunches down to his level.*) What you did…I owe you one.

(*They tap a foot and hoof together.*)

**Fluttershy:** (*from o.s.*) Rainbow… (*Cut to her, gesturing ahead.*) …your new pet is over here waiting for you.

(*Pan ahead to frame the falcon standing proudly on the ground. It spreads its wings and soars above the tableau with a cry, bringing murmurs of awe and appreciation before it lands on Rainbow’s back. Up comes a sad little noise and look from the tortoise, instantly throwing the blue pegasus for a loop.*)

**Rainbow:** Oh…right…yeah. That.

**Spike:** Well, what’s the matter? (*Pinkie zips up and props a foreleg on his head.*)

**Pinkie:** You got your perfect pet, right?

**Fluttershy:** (*from o.s.*) The best of the best like you wanted, remember?

(*On the end of this, cut to her as she trots up alongside Applejack and Winona, Angel jumps on her back.*)

**Fluttershy:** It can fly and it’s not a squirrel! Should we sing about it again?

**Applejack:** A falcon sure looks good on you, Rainbow.

(*Back to her, Pinkie, Spike, and the tortoise on the end of this. Rarity’s camera tripod is planted in front of the two flyers; cut to her as she snaps a picture. The flash spooks the tortoise so badly that he yanks his head/legs/tail in, and Rainbow leans down to pet him.*)

**Rainbow:** Easy, fella. Nothing to be afraid of.

(*Cut to a close-up of her face as she stands, then zoom out to frame the falcon on her back.*)

**Rainbow:** The falcon sure does look cool. (*Close-up of it; she continues o.s.*) He’s absolutely everything I wanted in a pet.

(*Back to her; she chews her lower lip indecisively for a moment before letting off a sigh.*)

**Fluttershy:** Yay?

**Rainbow:** (*smiling*) But I said, whoever crosses the finish line *with me* gets to be my pet. (*Pinkie zips up to her.*)

**Pinkie:** You did! You did say that! (*louder, jumping/zipping about*) She did say that! That was the rule!

**Rainbow:** And the only racer who crossed the finish line *with me*…was the one who stopped to save me when I needed help.

(*Close-up of the falcon’s head on the end of this; her last few words deflate its pride in a hurry. The camera then cuts back to Rainbow as she lifts…*)

**Rainbow:** The tortoise!

(*He has extended his head/legs/tail and given her a grateful smile. Meanwhile, the falcon lets off a dejected squawk and jumps off Rainbow’s back.*)

**Twilight:** (*from o.s.*) But… (*Cut to her.*) …what about the…

(*Rainbow has set the tortoise down in front of the falcon, which extends its wing gravely to congratulate the surprise winner. The tortoise puts out a foreleg, the two shake, and the bird of prey walks away with bowed head. Rainbow pats the shell; in close-up, the tortoise grunts softly and lets his smile widen a few notches, just as quickly as he blinks—that is, not very.*)

**Applejack:** (*from o.s.*) Would you look at that? (*Overhead shot of the group.*) He even smiles slow. (*Laughter all around.*)

**Rainbow:** Spike, take a letter.

(*He whips out quill and scroll. As she begins this report, the camera pans away from her to follow Opal’s toy mouse being thrown across the ground. The cat then worries it vigorously.*)

**Rainbow:** (*dictating*) “Dear Princess Celestia: I used to think that the most important traits to look for in a pet—”

(*Opal drops the mouse and eyes it warily before attacking it with her claws.*)

**Rainbow:** (*from o.s.*) “—or any best friend—were all physical competitive abilities.” (*The tortoise crosses to Opal, now chewing on it.*) “But now I can see how short-sighted and shallow that was.”

(*He pulls his head/legs/tail in; she lets the toy go and tries to scratch her way through his shell as she did in Act Two, and with just as much success.*)

**Rainbow:** (*from o.s.*) “Today I learned what the most important quality really is.” (*He peeks out, snags the mouse in his beak, and pulls it in.*) “A certain kind of spirit. A stick-to-it-iveness.” (*Opal notices, surprised, and skulks away.*) “A never-give-up, can-do attitude that’s the mark of a real winner. And this tortoise has it.”

(*Tilt up from ground level to frame her on the end of this line.*)

**Twilight:** Tenacity.

**Rainbow:** Gesundheit. (*walking toward tortoise*) You just can’t stop that little guy. He’s like a…like a… (*tapping shell*) …tank!

(*Out pops the wizened green face to smile up at her.*)

**Fluttershy:** (*from o.s.*) But, Rainbow… (*Cut to her, walking over.*) …you didn’t want a pet that couldn’t fly because it would keep you grounded and hold you back, remember?

(*On the end of this, cut to the blue daredevil, whose face falls severely, then tilt down to the similarly unhappy tortoise by her side. She starts thinking hard.*)

**Rainbow:** Hmmm…

(*Dissolve to the same tree in the park where Rainbow was trying to take her nap in the prologue. It is again daytime, and the camera pans/zooms in on the nearby hill in time with the ponies’ happy chatter. Here come the first five and their pets—only this time, Rainbow is flying after them to bring up the rear. The injuries she sustained in Ghastly Gorge have healed.*)

**Rainbow:** (*stopping briefly, calling behind herself*) Heh. Come on, Tank! We’re gonna be late for our very first pony pet play date!

(*After she flies ahead, the tortoise rises into view—by air rather than on foot for what is surely the first time in his life. A magic-powered helicopter propeller has been strapped to his shell, and he wears a pair of old-style aviator goggles. Tank flies o.s. after Rainbow, and the view fades to black.*)