**JUST FOR SIDEKICKS**

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Note: In this episode, Owlowiscious’ hoots sound much like those of a typical owl,

rather than a spoken “hoo” as in “Owl’s Well That Ends Well.” Underlined hoots

are heard by another character as the word “who.”

Prologue

(*Opening shot: fade in to a close-up of two framed photos on a shelf in the library. The one on the right shows Spike holding the phoenix egg he rescued in “Dragon Quest”; on the left is a shot of him cuddling its hatchling, Pee-Wee. The top of his head, covered by a white chef’s toque, passes in front of the shelf, and the camera pans left and tilts slightly up in time with his humming and the sound of items being shifted around. Two more photos are on display. Right: he jumps toward the airborne Pee-Wee, trying to feed him a spoonful of ice cream, as the carton and a stool go flying. Left: he wilts before Twilight Sparkle’s disapproving glare; the bird has landed on her tail, the ice cream on her head, the spoon on the floor. Another pan/tilt up picks out a fifth photo, this one on the wall: Spike smiling as he walks away from a nest that holds Pee-Wee and two grown phoenixes. He has evidently decided to let the little guy grow up in a family of his own species.*)

(*Tilt down as Owlowsicious, Twilight’s pet owl, flutters down to a perch and roosts. The camera movement frames the upper portion of the kitchen fireplace. Cut to a pan across a table at the window; Spike has laid out various ingredients and is hard at work mixing up a bowlful of batter. The cup full of gems, and the cookbook page showing a cake liberally studded with them, give away his cooking project. He sings a peppy little melody.*)

**Spike:** Spike is great

Making a jewel cake

(*The clawed hand not holding the mixing spoon reaches over and snags a handful of said jewels; Owlowiscious hoots softly as he crunches down. This shot reveals that Spike is standing on a stool to reach the table and has put on the frilly apron he used in “Dragon Quest.”*)

**Spike:** Me, that’s who.

Been saving up my gems so fine

For a cake that is divine

(*Grab a handful and crunch; another hoot, and Spike bends over to look back between his legs.*)

**Spike:** (*annoyed*) Who are you hooing at?

(*As he straightens up, the owl flies over to land on the windowsill, then points at him with one wing while hooting again.*)

**Spike:** I know, they’re delicious!

(*Owlowiscious hunkers down and shrugs; Spike grabs enough to balance one on every finger.*)

**Spike:** Now you see ’em… (*Turn away, then back; they are jammed into his mouth like teeth.*) …now you don’t!

(*He chomps down the semi-precious mouthful; Owlowiscious throws him a cocked eyebrow and recoils from a very loud burp before turning to the window. Spike grabs up some more gems; cut to him on the start of the next line.*)

**Spike:** This is how you make a jewel cake

(*dropping them toward bowl*) Stir in some gems and then you bake

(*Extreme close-up of the batter on the end of this; his tongue lashes out and catches the morsels before they can fall in. It reels them into his mouth just before a carton of milk is poured in.*)

**Spike:** Mmmm!

(*throwing carton aside, grabbing/upending jewel cup; sparkling crumbs cover his mouth*)

Gonna eat, eat, eat, eat it up

(*tapping bottom*) Gonna…

(*Realizing that absolutely nothing has fallen out, he sucks in a gasp as his toque deflates. Cut to just inside the cup, the camera pointing out at him as he runs a finger around its rim.*)

**Spike:** What happened to all my jewels?

(*Finger lick; cut to Owlowiscious, looking out the window as Spike drums his fingers. Zoom out; the avian turn his head to face the cook, who brandishes the cup in his free hand. The toque is standing upright again.*)

**Spike:** I had a bowlful of them here, and now I don’t… (*shoving it toward Owlowiscious*) …which means *somebody* took ’em!

(*Owlowiscious lifts off from the sill with an exasperated hoot and flies past Spike, a few loose feathers drifting down in his wake.*)

**Spike:** Who? That’s what I’m asking, who! Who took my jewels?

(*Here comes the bird, spoon in talons; close-up of this as it is lifted to present its concave side to the camera, catching Spike’s upside-down image. He licks a finger and finally gets the point.*)

**Spike:** (*chastened*) Oh. I’m who. (*Cut to frame both.*) This cake was gonna be so good! (*hand to forehead*) Why? (*He falls onto his back, losing his toque.*) *Why?*

(*Spotting one last small gem on the floor nearby, he snatches it up with an ear-to-ear grin. A moment later he is on the stool and dropping it into the bowl—but just as before, he lashes out his tongue and scarfs it down before it can hit. Wide-eyed shock sets in as he realizes that he is now completely out of luck; cut to an overhead shot of the table and zoom out slowly.*)

**Spike:** (*anguished*) WHYYYYYYYY?!?

(*The zoom stops once the hovering Owlowiscious is in frame; he glances over his shoulder toward the camera and lets off a resigned little hoot. Fade to black.*)

OPENING THEME

Act One

(*Opening shot: fade in to a shot of the kitchen from within the jewel cup, tilting down past the shelves of dishes—Spike is tipping it again. It stops once he is in frame, his extended arm showing that he is holding it upside down over his head. He is lying on the floor again, and he starts to sing a slow, melancholy tune.*)

**Spike:** I have no jewels

(*Cut to frame all of him; the bowl of batter sits alongside. Owlowiscious is up on a ledge, having ditched the spoon he held earlier.*)

I have no cake

(*sitting up, putting cup on head*)

I’m a sad little dragon with nothing to…

(*A knock at the door; Owlowiscious hoots.*)

…is it?

(*Cut to a close-up of the closed front door’s knob; he opens it, revealing Fluttershy outside. She has her saddlebags on and her rabbit Angel on her head, the white fuzzball looking very cross.*)

**Fluttershy:** Oh! Oh, goodness, I…I hope I’m not interrupting anything.

(*Cut to Spike, still holding the bowl and wearing the cup; Owlowiscious hovers nearby.*)

**Spike:** (*grumpily*) Well, I do have this cake to *not* bake.

**Fluttershy:** Oh, sorry. It’s a bad time. (*She makes to leave.*)

**Spike:** Uh, inside joke. (*Fluttershy turns back.*) Talk to me.

(*Inside the reading room; he walks back in, stirring the bowl, and the others follow.*)

**Fluttershy:** It’s just that Princess Cadence needs us to do a great job welcoming the head of the Equestria Games when she visits the Crystal Empire tomorrow—

(*Spike sits on the stairs during this line; cut to a close-up of him on the end of it.*)

**Spike:** Oh, I know all about that. As if I wouldn’t be any help at welcoming. (*Cut to Fluttershy.*)

**Fluttershy:** Oh, I don’t know what I was thinking! Of course you might be upset for not being invited, and… (*walking toward door*) …here I am coming to ask you for a favor.

(*Zoom out slightly; Spike is toying with the batter.*)

**Fluttershy:** (*now o.s.*) You were probably going to say no anyway. (*Back to her.*) All I had to offer you in exchange was one little jewel. (*He zips over to cut her off.*)

**Spike:** (*eagerly*) What was that?

(*The pegasus hurls herself backward with a shriek and a scatter of feathers, ending up with her hooves wrapped around Owlowiscious near the ceiling. Getting a dirty look from the bird and a disgusted grimace from Angel, she lets go and grins sheepishly before descending to the floor.*)

**Fluttershy:** (*digging in saddlebags*) All I have is this jewel.

(*Which proves to a sizable green one that reflects Spike’s wondering expression in every one of its facets. He licks his chops, an image of the bonanza replacing each pupil for a moment, and begins to salivate copiously as she pulls it back toward herself.*)

**Spike:** (*breathlessly*) That’s a really big one.

(*He leans too far forward and topples over, but before she can put the jewel away, he is up and diving across to snatch it from her grip.*)

**Spike:** (*hugging it*) A really big, juicy, perfect-for-a-cake-topper jewel! (*She leans over to him.*)

**Fluttershy:** Does this mean you’ll do it?

**Spike:** (*dreamily*) Yeah…sure.

**Fluttershy:** (*nuzzling his cheek*) Oh, thank you, thank you! (*She backs away and holds up Angel.*) So while I’m gone, you’ll take care of Angel— (*He registers surprise.*) —and tomorrow is Tuesday, which is his tail-fluffing day. (*Frantic head shake.*) And it’s really important for him to look good. (*Spike snaps back to reality.*)

**Spike:** Wait. What? (*walking over; Angel hops down; Fluttershy sits on haunches*) You want me to take care of *him?*

(*Remembering the rough time they had in “Dragonshy.” The rabbit turns his back on the dragon and crosses his forelegs petulantly, then turns back to blow a raspberry. As he tries to sneak away with a smirk, the camera panning to follow, he misses the sudden arrival of one irked owl.*)

**Fluttershy:** (*from o.s.*) Oh…well…yes.

(*The pets lock eyes; Angel is first to give in, with a cringe and smile. Cut to frame the entire group; Angel hops away with Owlowiscious in pursuit.*)

**Fluttershy:** But if it’s too much trouble… (*taking/putting jewel away, standing up*) …I can always see if there’s somepony else.

(*She sets off after Angel, missing Spike’s popeyed look.*)

**Spike:** Uh…

(*Cut to a profile close-up of Fluttershy; she stops short, and the camera zooms out to show that Spike has grabbed hold of her saddlebags and is digging around.*)

**Spike:** (*pulling out gem*) …we already agreed on the whole jewel thing, so I’ll just—

**Fluttershy:** (*nuzzling him happily*) Thank you, thank you, thank you! (*Angel backs up toward them before Owlowiscious’s slow advance and falls over.*) Angel, aren’t you just so excited?

(*Apparently not, if his pleading look and outstretched forelegs are any indication. He disappears from sight as she walks past in front of him and toward the door.*)

**Fluttershy:** See you tomorrow!

(*A turn of her head discloses the rebellious white rabbit, who has clamped firmly onto her mane in order to stay out of her sight. He blows a raspberry toward Spike and Owlowiscious; cut to just outside the door as she exits, then zoom in on Spike.*)

**Spike:** (*shrewdly*) You know… (*taking cup off head, dropping jewel into it*) …she’s not the only pony with a pet that might need some watching.

(*On the end of this, cut to inside the cup; he leans over to peek in, stroking his chin thoughtfully. Zoom out slowly and dissolve to a rooftop-level view of a Ponyville house as Tank, Rainbow Dash’s pet tortoise, cruises into view. He is outfitted with the goggles and propeller he was given at the end of “May the Best Pet Win!” Tilt down to ground level on the start of the next line, bringing Spike, Rainbow, and Rarity into view at a well. He has removed his apron, but is still carrying the jewel cup.*)

**Spike:** All I’m saying is, if Fluttershy thought that her beloved little friend shouldn’t be left alone while you’re busy in the Crystal Empire, then maybe that’s just something to think about.

(*He extends the cup and gives it a little shake as if soliciting donations. Rarity thinks hard about his words, but Rainbow just scoffs at him.*)

**Rainbow:** Tank’s not some fuzzy little bunny. He can take care of himself.

(*The white unicorn throws her a grin as if to say, “You sure about that?”—an instant before several loud thuds are heard from above. The well’s roof and frame shake as well; tilt up slightly to frame the airborne tortoise, repeatedly bumping headfirst into the edge. Rainbow reaches up into view and turns him around so he can fly away, then drops into a crouch.*)

**Rainbow:** He’s a strong, fearless, and totally together pet.

(*A much louder impact cuts in; pan away from the trio as loose apples roll toward them. Tank has managed to hit a wall sideways, knocking over a tub of fruit and losing his propeller. Embedded in the plaster, he falls loose and lands upside down; Rainbow groans wearily, covering her face with a wing, as Spike picks up the stilled prop. A quick bit of work leaves it reattached to Tank’s shell and gets him flying away past a grinning Rainbow—but the mood is quickly ruined by one more o.s. crash. The ace flyer puts a hoof to her face, while Spike whistles innocently and holds out his cup with his tail. Close-up of him as she reaches into view and pokes a yellow-orange gem into his chest.*)

**Rainbow:** (*from o.s.*) All right. (*It drops into his cup.*) You can watch him.

(*Across the way, the tortoise has once again capsized, lost his propeller, and dented the masonry. His owner flies over to him.*)

**Rainbow:** But only because…uh… (*leaning down to him*) …Tank’s got a strict flying regimen and…and someone needs to make sure that he doesn’t slack off while I’m gone.

(*She gets a glacially slow, happy lick to her cheek, bringing a warm smile to Rarity’s face.*)

**Rarity:** Ohhhh…

(*The prim unicorn laughs as Rainbow gets a second lick followed by a wizened green nuzzle against her cheek. Hearts float up—or rather, down—around Tank’s head; blushing ever so slightly, she stands up to her full height.*)

**Rainbow:** You know… (*She flips him over and gets his prop back on in one move.*) …the two of us are very diligent.

(*Pan from these two to Rarity and Spike; the latter has turned away from the scene and has his entire attention fixed on Rainbow’s offering.*)

**Spike:** (*waving others off idly*) Okay ,whatever. (*He snaps to at Rarity’s next words.*)

**Rarity:** Yes, yes. More importantly, as for Opal—

(*Cut to the would-be pet-sitter; he whirls to face her with a blindingly huge grin and pulls out quill and scroll, the cup gripped in his tail.*)

**Rarity:** (*from o.s.; he takes notes*) —she likes to eat every thirty-six and a half minutes, you groom her with her silken brush, head to tail…

(*Dissolve to a mirror reflection of him in the upper-story room of the Carousel Boutique, with Rarity partly visible in the fore and wearing a bejeweled white saddle. The scroll has been unrolled across the carpet and is now covered with notes. As Rarity continues, zoom out to frame both the entire image and her; a white band, decorated as the saddle, runs across her chest.*)

**Rarity:** …oh, and don’t forget to pooch her pillow out in the middle, that’s where she likes it.

(*Longer shot of the entire room. Her cat Opalescence stands nose to nose with Tank, and the two look each other over as Rainbow hovers above them.*)

**Rarity:** And the temperature in the room should always be exactly eighty-one-point-four degrees.

(*Close-up of the two pets on the end of this; Opal bops Tank lightly over the head, then nuzzles her cheek against his with a soft purr.*)

**Rarity:** (*from o.s.*) That’s the only way she can get to sleep.

(*The haughty feline walks away; meanwhile, Spike reels through several feet of his notes, only to have his quill catch fire and burn to ashes in his hand.*)

**Rarity:** (*from o.s.*) And, um…hmm. (*Cut to her; Opal now rubs against her legs.*) Oh, good! So, thanks for your help— (*The cat crosses the room again.*) —and good luck to you.

(*Now it is the baby dragon’s turn to have hearts float up around his stupidly grinning face; cut to Rarity as Rainbow leans in close and clears her throat loudly.*)

**Rainbow:** I think the dragon was expecting a little something for his efforts.

(*He is now floating completely clear of the ground, the cup half-forgotten in his outstretched hand. Rarity glances his way with some confusion, and the camera zooms in on one particularly small red jewel on her saddle. A blink later, it has been pulled out and thrown across the room to land in his cup with a tiny clack; he wastes no time in fishing it out and staring at it point-blank.*)

**Spike:** Almost as beautiful as the pony who gave it to me. (*The sound of Tank’s prop drifts across the room; cut to frame Rainbow on the start of the next line.*)

**Rainbow:** Shouldn’t you be critter-proofing the library or something? Tank has a tendency to—

(*A camera-shaking crash and loud yowl cut her off; over on the bed, Opal is trying vainly to bat the tortoise out of the air. Between them, they have shredded the canopy, put holes in the pillows and bedspread, and smashed the corner posts. Rarity grimaces at the sight and gallops over as another crash rings out, but Spike just heads for the door, idly jostling the cup and its contents.*)

**Spike:** Critter-proofing. Yeah. I-I’ll get right on that.

(*Outside, he walks away from the front door with a smug chuckle, holding the cup with his tail.*)

**Spike:** Three down, three to go.

(*Wipe to the exterior of Sugarcube Corner at night.*)

**Spike:** (*from inside*) What’s that you said, Gummy?

(*Close-up of the little alligator on the floor inside, his blue-violet eyes shifting almost imperceptibly, and zoom out to frame Spike hunched down over him, hand cupped to ear.*)

**Spike:** Uh-huh. Well… (*Longer shot; they are in Pinkie Pie’s upstairs room.*) …you’re just gonna have to ask Pinkie Pie about that one.

(*She peeks out from beneath a nearby armchair’s cushion on the end of this, then bounds up energetically enough to throw it across the room.*)

**Pinkie:** Ask me! Ask me!

**Spike:** (*to Gummy, nudging the end of his tail*) Go ahead, ask her.

(*Now the two eyes move and blink independently of each other, with no sound at all issuing from the toothless mouth. Pinkie, however, leans over the chair arm intently and, after a moment’s hard thought, produces a cupcake out of nowhere.*)

**Pinkie:** Of course you can have another cupcake!

(*She sets it on Gummy’s head; Spike shakes his in exasperation and she leans down to the pet.*)

**Pinkie:** Mmm?…Mmm-hmm…Yeah? Why didn’t you say so?

(*Spike gestures invitingly toward the cup in his tail, but she instead sweeps Gummy into a hug, the cupcake falling off his head.*)

**Pinkie:** I’ll get you a bigger pond immediately. (*Spike grimaces a bit, but quickly recovers.*)

**Spike:** I think what Gummy’s trying to say is—

**Pinkie:** He’s always wanted a pair of riding pants? His toenails need a new coat of shellac? He wants to floss twice a day instead of just once!

(*Accompanied by the following actions, in order: scooping him up in a pair of pants so his head sticks up over the waistband, holding up an open can for him to dip one foot in, flossing his gums vigorously. The sequence ends with a close-up of the pink pony, whose giggle gets cut off when Spike reaches into view and clamps her lips together.*)

**Spike:** (*from o.s.*) I think… (*Cut to frame all three; she is standing on her bed.*) …what Gummy’s trying to say is that he’d like a little Spike time.

**Pinkie:** Who wouldn’t? (*Cut to him; she continues o.s.*) Spike time is the best! (*He lets go.*)

**Spike:** Alas… (*gesturing at cup*) …it doesn’t come cheap.

(*Dissolve to the open from door of the library, seen from outside during the following day. Rainbow is standing inside, saddlebags slung up; zoom in slowly as Tank cruises over her head.*)

**Rainbow:** All I’m saying is that you might want to think about a helmet. (*Close-up; she dodges his next pass.*) You only want to get hit in the head by a flying turtle *once*. (*Very soft, embarrassed chuckle.*)

(*Cut to Spike, who sits on the floor reading from his cookbook; the chef’s toque is back on his head, and he jingles the cupful of jewels happily.*)

**Spike:** (*dreamily*) A thousand-plus carats of pure deliciousness.

(*Tank flies past and snags his headwear, but he only licks his chops at the thought of being able to have another go at this jewel cake. In trot Pinkie and Rarity, the former with Gummy chomped onto her mane, the latter trailed by Opal and no longer wearing her saddle. Behind the procession comes Applejack, with her dog Winona on a leash. All three ponies have their saddlebags on.*)

**Applejack:** Looks like you got a regular pet day care in here, Spike.

(*Equine and canine reach him on the end of this, and Winona gets friendly with Spike as Applejack tosses the leash end to him. He puts his cookbook down to catch it.*)

**Applejack:** You’ll still be able to get some good playtime with Winona like you said, though, won’t you? (*patting Winona’s head; Opal walks by*) She tends to get a little wild if she doesn’t get her exercise. (*Cat runs off, followed by Gummy.*)

**Spike:** Exercise, sure. Of course.

(*It starts immediately when the dog races off after the alligator, dragging Spike along until he slams face first into a wall and slides down. His tail keeps its grip on the jewel cup throughout. Twilight comes downstairs, Owlowiscious and saddlebags on her back.*)

**Twilight:** I don’t remember seeing critters on the invite list. (*Applejack crosses to her.*)

**Applejack:** That’s ’cause we’re leavin’ ’em here with Spike. He’s gonna do a little critter-sittin’ for us.

**Twilight:** (*skeptically*) Oh, really?

(*The critter-sitter in question stands up just in time to catch a flying tortoise upside the head, knocking him silly. Tank drifts across the room as Fluttershy walks in; a disdainful Angel and her saddlebags are on her back, the rabbit’s tail wrapped up in hair curlers. In her teeth is the handle of a basket filled with grooming supplies, which she sets down.*)

**Fluttershy:** So sorry I’m late. (*glancing back at Angel*) Silly bunny had hidden his brush. Be sure you get plenty on his tail, or it won’t get as poofy as he likes it.

(*During this line, cut briefly to the basket as she points it out, then back. Now a train can be seen through the open front door, whistling as it idles at the Ponyville station.*)

**Applejack:** Come on, girls, or we’re gonna miss the train.

(*Tank flies by, chased by Opal with Gummy on her tail; a happy little gasp from Applejack.*)

**Applejack:** One more for the road? (*Winona skids to a stop; she rubs the furry belly, shifting to baby talk.*) Oh, you little puppy-wuppy, come on here. (*Pan to Pinkie, holding Gummy up, on the next line.*)

**Pinkie:** No…no, no, no, I love *you* more. (*Listen; sudden anger.*) No, I love *you* more! (*Again; even angrier.*) *I LOVE YOU MORE!!*

(*Pan further to Tank, now back on the ground, and a furtively glancing Rainbow. After making sure the coast is clear, she hunkers down and gleefully rubs noses with the beaked critter; just as quickly, she straightens up and strikes her best nonchalant pose. Pan on from them to Fluttershy, hunched down to address the turned back of her fickle furry friend, on the start of the next line.*)

**Fluttershy:** Oh, I promise it’ll be okay. I’ll fluff your tail twice next week. (*His ears go limp—no sale.*) Three times?

(*That perks him up, and he glances back at her and nods curtly before giving her a smile and letting her pat his head. Pan to Rarity and Opal, the cat sitting on a stump stool and getting a levitated blanket wrapped around her.*)

**Rarity:** Oh, I know! It’s a chilly eighty-one-point-two in here. (*calling across room*) Spike, take care of this, would you please?

(*On the end of this line, one more pan brings the camera to Twilight, Spike, and Owlowiscious. The dragon flips a thumbs-up.*)

**Spike:** You got it! (*He turns to Twilight.*) So, uh… (*petting owl*) …what are you thinking about that hooting little friend of yours? Suppose you want me to keep an eye on him too.

**Twilight:** That *would* be nice. (*concerned*) You sure you don’t already have your hands full?

**Spike:** (*with a dismissive wave*) Naw, pshaw! I’ll be fine, but, uh… (*He leans in close and whispers.*) …just between you and me, I gotta give priority to the paying customers.

(*The cup finds its way in front of her face on these last two words, complete with a green-eyed wink and two-handed index-finger gun gesture. One heavy sigh from her, and a violet gem clatters in with the others. Cut to outside as she exits behind the other mares.*)

**Twilight:** (*turning back toward Spike at the door*) You absolutely sure you can do this?

**Spike:** Of course! Wouldn’t have agreed to it if I couldn’t. Piece of cake. (*reaching behind door*) Speaking of cake… (*Toque/cookbook come out.*) …I got a little something I need to attend to.

**Twilight:** (*slightly irked*) Yeah, like keeping an eye on a houseful of critters. (*He licks his chops, then catches himself and turns to her.*)

**Spike:** Uh, yeah! Uh, that was totally what I was talking about. (*gently herding her out the door*) Relax. Go to your welcoming thing in the Crystal Empire. Spike’s got it all under control.

(*They wave to each other one last time before he closes the door, the camera framing him in close-up. His self-satisfied little smile evaporates in the split second that it takes for a loud crash to reach his ears; zoom out to frame the instant chaos that has taken hold. All six pets are hard at work turning the reading room into a disaster area, and Tank bangs into the side of Spike’s head to knock him out. Snap to black.*)

Act Two

(*Opening shot: fade in to an extreme close-up of Spike’s closed eye, which flutters open and whirls in its socket. The camera zooms out to an overhead shot, rotating slightly as it does so and accompanied by a hearty animal ruckus. He has hit the floor on his back, the toque and jewel cup falling away, and Winona chases Angel around him while Tank cruises overhead. Cut to a close-up of the baby dragon as he sits up and snaps back to full, panicked consciousness with his jewel cup in his tail. Looking across the room, he sees Gunny running in place on an open book and tearing out its pages, Opal leaping onto a curtain and sliding down to shred it, and Tank landing on Owlowiscious’s perch so that its support stand bends sharply under his weight. When the tortoise slips off, the stand hurtles away and takes the owl with it. Spike winces at the sound of the o.s. impact against a wall, shakes his head clear, and decides to get tough.*)

**Spike:** All right! (*pointing to floor in front of himself*) Sidekicks! Front and center!

(*Winona is the only one to follow this order.*)

**Spike:** (*singsong*) There are six of you, but there’s only one right here in front of me!

(*He jumps up and snatches Tank out of the air, plunking him next to the working dog.*)

**Spike:** Two! And what I say, goes!

(*Owlowiscious peeks out from behind him and hoots, prompting Spike to grab him and plant him out front as well.*)

**Spike:** Spike, the boss of you. That’s who. (*counting them off*) One, two, three.

(*He glares angrily upward; tilt quickly up to the upper-story room he and Twilight share. Opal is now in here and kneading the bedding in his basket, ripping bits of material loose as she does so. The o.s. dragon’s snarl cuts in, as does one clawed violet hand that latches on to the fussy cat.*)

**Spike:** (*from o.s., yanking her away*) Come on, number four!

(*The grab sparks a yowl and a four-pawed scrape that rips the sheets and blanket wide open. Downstairs, he holds her at arm’s length while carrying her across the room, but his arms are too short to stop her from raking her claws down his head. A stumble dumps him on his belly and lands Opal next to the assembled pets; looking behind himself, he discovers that Gummy has clamped toothless jaws around one foot. A quick shake dislodges him to fall alongside Opal.*)

**Spike:** (*counting them off*) One, two, three, four, five… (*Groan.*) …who’s missing?

(*He glances over his shoulder; cut to the now-open front door and zoom in. Standing here with his tail still in curlers, Angel flips a mocking salute and bails out of the joint. The camera cuts back to Spike and narrows to a letterbox view as the background behind him goes red.*)

**Spike:** (*viciously*) Angel!

(*Normal aspect ratio and background resume as Tank drifts in and clunks him in the head. The scene pivots around an invisible vertical centerline, becoming a close-up of one annoyed little dragon in a flame-trimmed red helmet, holding the ends of five leashes as he walks down a street. One of them is attached to Tank, who bonks gently against his skull; zoom out to frame the entire tableau, including all pets except Angel. Each one is on a leash: Winona walking in front and sniffing the ground, Owlowiscious holding up a sleeping Gummy, the erratically flying Tank, Opal digging her claws in as she is dragged along. The owl and tortoise are generating enough lift to pull Spike slightly off the ground, so that he is actually being pulled by Winona.*)

**Spike:** All I wanted were some jewels. Big juicy delicious jewels. Now what do I have? (*Close-up of Winona; he continues o.s.*) A missing rabbit and—

(*She stands up with a whine and sprints back the way they came, hauling the menagerie with her. Cut to a stretch of meadow outside Ponyville proper; Winona races by, sniffing and dragging.*)

**Sweetie Belle:** (*from o.s., tenderly*) Awww…

(*Winona homes in on the Cutie Mark Crusaders’ clubhouse. The silhouettes of Scootaloo, Sweetie, and Angel can be seen through one window; zoom in quickly during the next line.*)

**Sweetie:** …little fluffy Angel bunny-kins! You’re so cute!

(*Inside, all three Crusaders are having a grand time petting the little guy, much to his delight.*)

**Sweetie:** The natural weaves in his fluff are to die for!

(*Zoom out slightly to frame Spike and company at the open door. He clears his throat impatiently; Angel’s ears instantly go limp, but he perks up once the little unicorn lifts his chin.*)

**Sweetie:** Isn’t Angel just the cutest thing you’ve ever seen? (*He blows a raspberry at Spike, who thinks hard and leans down to him.*)

**Spike:** Look. You don’t want to be with me. I’d rather not chase you around all over the place when I could be enjoying some jewel cake. Watch me solve both our problems.

(*He grabs Angel up and stands to face the fillies.*)

**Spike:** You know, I’m supposed to be watching him, but you all have just hit it off so well that maybe…*maybe*…I could let *you* take care of him instead. (*Close-up of Apple Bloom.*)

**Bloom:** (*putting on goggles*) We would, but we’ve got some major Crusaders business to plan for today. (*Pan to Scootaloo, wearing her own pair and a parachute.*)

**Scootaloo:** Major. (*pointing to wall*) We’re getting our skydiving cutie marks today!

(*Pan to follow her gesture on the second half of this, stopping on a wall poster that shows the silhouettes of several parachuting fillies, then cut back to the trio. All three now have their chutes and goggles on.*)

**Bloom, Scootaloo, Sweetie:** Ha!/Yeah!/Ha!

**Spike:** (*feigning disappointment*) Well, I suppose if you’ve got other plans… (*Angel hops down toward them.*) …it’s just, you’re so good with him… (*walking out*) … like “get-a-cutie-mark-for-bunny-sitting” good?

(*The skydiving gear is shucked off; close-up of Bloom as she stands up, pondering the idea.*)

**Bloom:** A bunny-sitting cutie mark. (*Pan to Scootaloo and Sweetie.*)

**Sweetie:** That would be adorable! (*Zoom out; Angel leaps over and grabs Scootaloo’s leg.*)

**Scootaloo:** He does seem to like us.

**Bloom:** And we haven’t exactly figured out how we’re gonna pull off this whole skydivin’ thing.

(*Close-up of Winona’s collar; Spike reaches into view and unclips the leash from it.*)

**Spike:** (*from o.s.*) You know what? (*Cut to him, hamming it up.*) As hard as it’s gonna be for me to part with these little guys, I think you should probably just take… (*Zoom out; they are all off their leashes.*) …all of them!

(*Before Scootaloo can react, he has maneuvered Tank over next to her and pulled off his helmet.*)

**Spike:** If you ask me…

(*Clap it on her head and back off, just in time for Tank to knock her against Bloom and Sweetie.*)

**Spike:** (*from o.s.*) …the more critters you take care of… (*Zoom out; he and the other pets are gathered around, and he sets Gummy down.*) …the more chances you have of getting some kind of critter-sitting cutie mark. (*winking*) Am I right, or am I right?

(*The Crusaders trade a round of knowing smiles as he ducks out.*)

**Bloom:** Sure! (*He pulls the door shut; cut to him on the platform outside.*)

**Spike:** (*fist-pumping*) Yes! (*Door open; Bloom peeks out.*)

**Bloom:** But wait! How are we gonna take good care of them without treats for when they’re good? (*Sweetie peeks above her.*)

**Sweetie:** And we’ll need beds for when they’re tired! (*Scootaloo, below both of them.*)

**Scootaloo:** And toys! They need toys!

**Spike:** It’s an afternoon. They don’t need all that stuff. They’ll be fine.

**Bloom:** We need to be able to buy them some things. (*shrewdly*) One jewel might be able to cover it all.

**Spike:** (*uneasily; jewels rattle in his cup*) Uh, what would I possibly be doing with jewels?

**Bloom:** (*annoyed*) I happen to know for a fact that Applejack gave you a gem to watch Winona. Which means… (*A yellow hoof is thrust expectantly toward him.*)

**Spike:** (*resentfully, fishing in cup*) Obviously no one around here is getting a cutie mark for kindness toward a poor hungry little dragon!

(*Close-up of the stash on the end of this; he brings out the tiny red jewel Rarity gave him.*)

**Spike:** Take it or leave it!

**Bloom:** We’ll take it!

(*As soon as he drops it onto her hoof, all three Crusaders duck back into the clubhouse and slam the door, leaving a pet-free Spike to make his way down the ramp. Dissolve to a close-up of a bowlful of eggs balanced atop a sack of flour he is carrying and tilt down to frame him. The flour rests in a mixing bowl, and assorted cups and spoons are tucked in around it; he sings jauntily.*)

**Spike:** Gonna put in some flour and add a little sugar

For my five delicious jewels

(*The walk takes him past the clubhouse at a distance.*)

**Sweetie:** (*from inside*) But pink feathers would look so good with your eyes! (*He stops short.*)

**Spike:** Meh…that bird *could* use a little color.

**Scootaloo:** (*from inside, panicked*) Has anyone seen Tank’s head? (*He freaks out.*) Where’s his head?!?

(*He breaks into a flat run for the ramp even before his armload can hit the ground in a splatter of broken eggs. Cut to just inside the clubhouse door as he throws it open.*)

**Spike:** What have you done to the turtle?!?

(*Pan quickly to Scootaloo, still wearing Spike’s helmet and staring in terror at a hovering Tank, who has pulled his head into his shell. Filly and tortoise are both thoroughly besmirched with various colors of paint, and Scootaloo is scuffed up with disheveled mane/tail as well. After a long, tense moment, the leathery green head emerges to her great relief.*)

**Scootaloo:** Ohhh! I totally forgot he could do that.

(*Spike rolls his eyes wearily and looks to another corner, where Angel hops into/out of a chewed-up bathtub while Gummy keeps jumping to get at some overhead balloons. Opal, meanwhile, busies herself ripping deep gouges into the walls with her claws; the window curtains have already been savaged. Paint is splattered on walls and floor, and Tank flies around the chaos with a hearty thump against the wall.*)

**Bloom:** (*from o.s.*) Yeah, so pretty sure critter-sittin’ cutie marks are out. (*Cut to the Crusaders, all looking a wreck.*)

**Sweetie:** And our critter-*grooming* cutie marks probably aren’t going to appear anytime soon, either.

(*On the end of this, they look behind themselves and the camera tilts up to frame Owlowiscious, sitting on the window’s curtain rod and hooting sadly. He is covered with pink goop, which has dried to force his wings out to full span, and a few grooming tools are stuck to him. A groan from the o.s. Spike; cut to him, trudging across the room.*)

**Spike:** All right, load ’em up. And you can give me back that jewel I gave you.

**Bloom:** Sorry. We don’t have it anymore.

**Spike:** What? Why not?

**Scootaloo:** (*pointing to window*) How do you think we paid for the industrial-sized pet hair dryer?

(*The dragon hurries over and looks out with a mighty grimace; cut to a close-up of Winona, tongue hanging blissfully out in a strong wind. The sound of a very large motor is heard; zoom out to frame her, lying directly under the discharge nozzles of a gigantic air-moving rig. Her coat is so completely fluffed out that she could be mistaken for a brown bath mat with legs. Inside, Spike claps a disgusted hand to his face and lets off a groan.*)

(*Dissolve to the front door of a house in Ponyville. One of the hospital’s nurses prepares to take her leave of the messy-maned patient who barked like a dog while chasing Rainbow—two ponies seen in “Read It and Weep.” Winona’s approaching barks stop her hooves cold, and the dog races down the block, dragging Spike and all the other pets. Angel is now on a leash, the others are back on the ones he used earlier, and Owlowiscious has been cleaned up. Violet dragon hide has a very sudden and painful rendezvous with an inconveniently placed tree, the animals whirl around him in a blur of feathers and fur, and the view clears to show him firmly lashed to the trunk.*)

(*Cut to Angel, who falls on his back and proceeds to laugh himself silly, and pan to frame Zecora at a vendor’s stall close by. She has her brown cloak on, with the hood up; the laughter draws her attention, which turns to worry as she lowers the hood. Back to Spike, struggling to get free.*)

**Zecora:** (*from o.s.*) Zecora knows just what to do

(*Cut to frame her.*) About all this bad mojo that’s floating around you.

**Spike:** (*sourly*) I’m thinking a cage and a great big lock might be next. (*She leans close.*)

**Zecora:** Zecora can take the bad away

If you do just what I say.

**Spike:** Really? (*She backs out of view.*)

**Zecora:** (*from o.s.*) But before I can do my duty,

(*Cut to her, eyeing the jewel cup; she points at it.*)

I’m going to need some of your booty.

(*The stash is yanked out of reach, and he throws her a very hard glare but relents with a groan. Pulling one arm free, he extracts the yellow-orange gem from Rainbow and throws it across; she catches it on her nose and walks away smiling.*)

**Spike:** Where are you going?

(*The answer: across the street to a filly dressed up as the pony equivalent of a Girl Scout, standing next to a heart-decorated donation box.*)

**Zecora:** You think jewels are what you need,

But there’s no worse mojo than dragon greed.

(*He yanks himself clear of the leashes and races toward the zebra—but not soon enough to stop the bauble from tumbling off her nose and into the box. As she walks serenely away, he stares in shock at it and her, then scowls in the direction of his six charges. The one with the long floppy ears is still yukking it up, but before Spike can even think about making hasenpfeffer then and there, a loud grumble from his stomach diverts his mind. He walks gloomily back to the tree, where Tank is now hovering above five brawling pets, and struggles not to let his fury blow his brain out through his ears. An idea occurs to him, and he looks toward a nearby fence; a bin of fabric scraps rests in front of this, with a long piece of red sash on top of the pile.*)

(*“Iris in” to a close-up of Owlowiscious, wrapped in the sash and turning slowly, and zoom out. All six pets have been bound together into a ball, which Spike is pushing ahead of himself as he walks past the train station. Granny Smith passes him going the other way.*)

**Spike:** Almost there…

(*The old green mare’s puzzled glance turns into an angry glare that stops him short.*)

**Granny:** (*suspiciously*) Mmm-hmm.

**Spike:** (*patting ball*) Just taking good care of everyone’s animals. (*She is unconvinced; he climbs up and hangs onto her cheeks.*) What am I gonna have to do to get this to go away?

(*Gravity slowly drags him down until he lets go; the loose skin snaps back and hangs down from her face for a moment. She aims her indignant eyes down at the baby dragon now cringing on the ground; he voices a resigned moan as his eyes flick toward the jewel cup in his tail. Cut to a close-up of one of her front hooves as he lifts it and sets a small purple gem on it.*)

**Spike:** (*from o.s.*) And this is just between you and me, right? (*Cut to frame both.*) No other pony has to hear a word about it?

(*Pieces of the red sash are flung into view from behind him, and the animals charge past, driving him face-first into the ground.*)

**Granny:** (*innocently*) Uh, a word about what, now?

(*She hobbles away, missing a prime chance to see his entire body redden and smolder with rage for a moment. He sits up, instantly cooling down, and glowers up at Owlowiscious as the bird perches on his head spines. A few quick wing flaps allow him to turn the violet brain bucket around 180 degrees; the rest of the body follows sullenly.*)

**Spike:** This better be important.

(*Owlowiscious points with one wing, prompting Spike into a teeth-locked panic when he looks that way. Cut to an extreme close-up of an evilly grinning and waving Angel seated on the sill of a train car’s window, and zoom out quickly to show that the train in question is ready to depart. A conductor stallion stands on the platform.*)

**Conductor:** All aboard!

(*Spike straightens up into view; Owlowiscious is no longer on his head, but he and the other pets quickly gather around one bug-eyed dragon whose jaw is in danger of falling off and hitting the ground. Behind them, the background goes red as the screen contracts to a letterbox view.*)

**Spike:** (*viciously*) Angel…

(*Legs/wings/prop start moving. Cut to a fullscreen view of the platform as they reach the conductor, who stops them with a foreleg. Close-up of Spike, zooming out to frame the tableau.*)

**Conductor:** I can’t have all of these animals on my train. Not without tickets, and not without chaperones.

**Spike:** All I need is to get on for one minute, grab a bunny, and get off! Promise!

**Conductor:** (*chuckling dryly*) Likely story. No chaperone, no train!

(*He stews sadly for a moment, but the Crusaders’ distant laughter causes him to smile and turn toward the source. Cut to them, standing on the rail of a bridge over the stream that borders Ponyville. They have donned the parachutes and goggles they were ready to use earlier, and are properly cleaned up after their grooming fiasco. Scootaloo has removed Spike’s helmet.*)

**Scootaloo:** Skydiving cutie marks!

(*Before they can venture into the world of free fall, he hurries onto the bridge, scoops them up, and races back; their gear falls off and into the water. Cut to the platform, where he is now presenting three bemused fillies to the conductor.*)

**Spike:** Is three ponies enough?

(*The stallion holds out a front hoof—“put your money where your mouth is”—and he grimaces mightily and passes over the violet gem Twilight paid in with a dejected groan.*)

**Spike:** (*boarding, jingling jewels*) At least I have you two left, my delectable little treasures.

(*The two in question are a small blue, and the big green he got from Fluttershy to kick things off. Cut to a head-on view of the chuffing engine.*)

**Conductor:** (*from behind train*) All aboard for the Crystal Empire!

(*During the previous, cut to inside one car as Spike leads the mixed-species entourage in past the scattered passengers. The announcement brings huge smiles to the Crusaders’ faces.*)

**Crusaders:** CRYSTAL EMPIRE?!?!?

**Scootaloo:** (*following Spike*) I’ve always wanted to see the Crystal Empire!

**Sweetie:** I wish I were dressed for it, but still… (*trotting giddily in place, breathless squeal*) …the Crystal Empire!

**Spike:** (*exasperatedly*) We’re not *really* going. We just needed to get on the train so I can get that rabbit. And when I do, *we’re off!*

**Scootaloo:** *What?!?*

**Bloom:** That’s not fair!

(*Pan away from the trio to frame the rest of the car—and Angel peeking up over the edge of one seat. The camera backtracks to put him at the center of the shot as he blows a lively raspberry, then cuts back to Spike—now without his cup.*)

**Spike:** There he is!

(*One leap carries him over the fillies so he can snatch the fugitive off the seat. Any plans to throttle Angel, though, go bye-bye at the sound of hissing hydraulics and the conductor’s voice.*)

**Conductor:** (*from up ahead in train*) Next stop, the Crystal Empire!

**Spike:** (*running toward camera*) No, no, no, no, no, no, no!

(*On the end of this, the camera backs up through the caboose’s rear door, where he has arrived while carrying Angel. The train rolls away from the platform before the view snaps to black.*)

Act Three

(*Opening shot: fade into a long shot of the train rolling through the snowy northern wasteland that surrounds the Crystal Empire. Zoom in slowly, then cut to a closer shot of a couple of cars. Through the windows, Pony Joe—or Donut Joe, as addressed in “MMMystery on the Friendship Express”—can be seen pulling a cart of donuts along, handle gripped in his teeth.*)

**Bloom:** (*from inside*) So it seems like the Crystal Empire would be really cold—

(*Cut to inside the train on the end of this; he and his wares pass a compartment’s closed door, though whose window the ten travelers can be seen. Winona mashes her nose eagerly up against the glass, and the other pets crowd around her as Bloom continues.*)

**Bloom:** —but I’ve heard that it’s not! It’s as warm as can be! (*Close-up of the Crusaders.*)

**Scootaloo:** Do you think the walls are crystal? (*Happy gasp.*) Maybe even see-through! (*Cut to a nervous Spike, cuddling his gems; she continues o.s.*) Can you imagine see-through walls?

(*Out in the corridor, the door slides open and all pets except Angel charge toward Joe’s cargo of sweet stuff, with Owlowiscious carrying Gummy. The fillies pull in one terror-stricken gasp, and Spike barely makes it to the doorway before a loud crash drifts back toward him. A bit of squishing, a loud yowl from Opal, and a shadow extends itself back over the suddenly contrite dragon. Joe has returned—now wearing most of the inventory and glaring down at Spike as the five critters slurp and chomp up whatever they can reach. Finding an impatient hoof thrust toward him, he eyes his two jewels uneasily and offers the blue one.*)

**Spike:** (*averting his eyes*) Take it! Just take it!

(*It is snatched away, leaving him to cradle the big green one. Dissolve to a long shot of the Empire’s castle as the train is heard braking to a halt; curls of steam drift up into view, and a zoom out frames the train station not too far outside the land’s borders.*)

**Scootaloo:** (*from inside, awestruck*) It’s so beautiful.

(*On the end of this line, cut to the three gathered at a window. They turn away from it; inside, a very out-of-sorts Spike sits with arms crossed.*)

**Spike:** Well, enjoy it while you can, ’cause we’re not getting out of this car until we’re back in Ponyville. (*Bloom walks up to him.*)

**Bloom:** There is no way, nohow, we’re comin’ all the way to the Crystal Empire without lookin’ around!

(*She walks resolutely away from him on the end of this to join the others, but he manages to get in front of them and block the door before they can exit.*)

**Spike:** Nopony’s gonna get past *this* dragon!

(*This assertion earns him three devious smiles, and Scootaloo extends one wing so Bloom can catch a feather in her teeth and pluck it free.*)

**Bloom:** (*stepping forward*) Don’t make me use this!

**Spike:** You wouldn’t dare!

(*Oh, yes, she would—tickle him into a laughing fit, that is. Angel, meanwhile, hops up onto a windowsill and gets a good look at Twilight, Fluttershy, and Pinkie proceeding down the platform’s length. The inability to join his owner right away causes his little bunny spirits to sink into his hind feet, but only for a moment; perking up, he spots the still-closed door and gets an idea. One mighty hop takes him high enough to deliver a strong kick to Tank’s shell and propel the tortoise across the car, smashing the door down. Before Spike can fully recover his wits, the white fuzzball hops off his head and off the train. Cut to outside; he looks out and finds that Tank has hit the platform upside down and is spinning like a top.*)

**Spike:** Oh, no!

(*The Crusaders peek out after him; Angel quickly hops off the caboose, and Spike leads the rest of the crew to the platform for a look around. A cut to his perspective and pan across the area shows the usual hustle and bustle of a train station—and six Ponyville mares in line to board for the return trip. The camera quickly backpedals to them and zooms in; back to Spike, who gasps in fright and takes cover behind a large trunk with Owlowiscious and Winona. The dog peeks up briefly, then gets yanked down again so Spike can scope out the place.* *Cut to a close-up of the castle amid drifting snow.*)

[*Animation goof: Twilight, Fluttershy, and Pinkie had saddlebags in the earlier shot, but none of the six are wearing them now.*]

**Scootaloo:** (*from o.s.*) Whoa.

(*Zoom out; this one is contained within a snow globe, one of several on display in a shop window, and the Crusaders marvel at the sight. They are outside.*)

**Scootaloo:** Just whoa. (*Bloom laughs; cut to them. Sweetie squeals. Opal, Tank, and the trunk are nearby.*)

**Sweetie:** I’m in crystal heaven!

**Spike:** (*from o.s.*) Shhh!

(*Pan to the trunk; Spike puts his head up as Winona pulls hers down.*)

**Spike:** (*whispering*) They’re right there!

(*The Crusaders peek out next to him, having taken cover as well; cut to their perspective of the line, panning from front to back, then back to the group. Spike points off to one side, and the camera cuts to Angel, standing defiantly atop a stack of luggage.*)

**Spike:** (*from o.s.*) There’s the bunny!

(*Angel flips a salute and scampers off; back to the group. Now all of the other pets have gathered behind the trunk as Spike makes a break for it.*)

**Spike:** Please, please, pretty please, don’t go down there!

(*A suitcase is set down on the platform in Angel’s path, forcing him to stop; he glances out around its edge and spots Fluttershy, the camera quickly zooming in to a close-up of her. Back to him, then to Spike on the start of the next line.*)

**Spike:** I’ll fluff your tail! (*Angel hops over the luggage and resumes his charge; cut to Spike.*) I’ll perm, highlight, and blow it out if you’ll just stop!

(*Cut to the determined bunny, who blows a raspberry at him instead.*)

**Spike:** (*from o.s.*) What do you want? (*Cut to frame both.*) Name it, and it’s yours!

(*His perspective, looking ahead at a very full luggage cart—and zooming in on the buckle of the strap holding the pile in place. Back to him; he whips out his last gem, its facets catching every detail of his resigned expression as he voices a little moan. As Angel continues his headlong flight, Spike kisses the jewel and lets fly. From behind the trunk, three equines gasp and sixteen eyes stare in shock at this monster toss. The gem tumbles through the air…Angel races on, powered by pure desperation…and the throw bangs squarely into the buckle, releasing the strap and ricocheting up to land in the roof’s gutter. An avalanche of luggage rumbles down to the platform, coming to rest just behind Fluttershy.*)

**Fluttershy:** Oh, my goodness!

**Conductor:** (*from o.s.*) All aboard!

(*She gallops off and the camera pans to the far side of the spill, where Angel hops uselessly in place—the dumped luggage has stopped him from reaching Fluttershy. Spike grabs him up and hauls him away, prompting the little guy into a round of anguished cries and squeaks.*)

**Spike:** You’re coming with me!

(*Back onto the train he goes; cut to inside one car as the other pets hurry in. He follows them.*)

**Spike:** We made it! (*The Crusaders follow him in.*)

**Sweetie:** (*petulantly*) Without seeing the palace!

**Twilight:** (*from o.s.*) I think this car’s empty.

(*General surprise at her voice. Cut to a view of her and Rainbow walking through an adjoining car, seen through an open connecting door, and zoom out quickly to put Spike in the fore.*)

**Spike:** They’re coming this way! Everybody down! (*He and pets dive under one seat, the Crusaders under another.*)

**Sweetie:** There has to be a better solution!

**Spike:** Shhh! (*sweating, crossing fingers*) Oh…don’t sit down, don’t sit down!

**Applejack:** (*from o.s.*) Hoo-wee! (*stepping into view*) My dogs are barkin’!

(*Close-up; she plunks her rump on the cushioned surface and is surprised to hear an actual bark from the now-o.s. Winona. She addresses herself to Twilight and Rarity, now in the car with her.*)

**Applejack:** Did y’all hear that? (*lifting a hind leg*) They really are!

(*Down below, a frantic Spike has clapped his hand over the canine’s mouth to shut her up, and he and all the pets hunker down even father under the sag caused by Applejack’s weight.*)

**Rainbow:** (*from o.s.*) Huh. Bummer Spike had to miss out on all this. (*Angel stares intently at him…*) He woulda had fun here. (*…then grins and hops away…*)

**Twilight:** (*from o.s.*) I’m sure he’s having a great time watching all the critters back at home.

(*…and positions himself directly underneath the seat, ready to kick up through the cushions and give its occupant a very nasty surprise.*)

**Applejack:** (*from o.s.*) Think he’s still got a handle on things? (*Cut to her and Twilight.*)

**Twilight:** If he’s staying calm and collected… (*Cut to Spike, anything but; zoom in slowly as she continues o.s.*) …I bet he’s doing a terrific job as a leader.

(*He cringes into himself as if expecting to belch up a live grenade with the pin pulled out, but somehow steels himself against the inevitable.*)

**Spike:** Go ahead, bunny. Do your worst. (*Close-up of the two white feet, ready to kick; he continues o.s.*) I deserve it.

(*The feet stop just short, their owner gaping at Spike; back to him.*)

**Spike:** I ignored you, tried to pawn you off on someone else… (*removing curlers from Angel’s tail, fluffing it out*) …I didn’t take these silly things out, or fluff this like I was supposed to. (*Angel smiles at him; zoom in slowly.*) I wasn’t really thinking about you at all—any of you. Just wanted the jewels.

(*Cut to Gummy, Opal, and Tank, the cat displaying a rare smile of her own, and pan back to Spike, Owlowiscious, and Winona on the start of the next line.*)

**Spike:** I hope you’ll all forgive me someday. (*Big lick on his cheek; his spirits rise.*) You will?

(*Any further celebrations are cut off by a growl from his stomach, loud enough to get the attention of Twilight and Applejack.*)

**Spike:** Oh, great. *I’m* gonna be the one who gives us away.

(*Zoom in slightly on Angel as he finishes; the pet gets an idea and hops away, ignoring Spike’s horrified expression. He is out the far end in seconds, Spike stares after him with big pleading eyes—and then the huge green gem is bonked against his head, having been retrieved from the station roof. He cracks an eye open and warily eyes both it and the paw holding it up.*)

**Spike:** Where did you… (*Another stomach growl.*)

**Applejack:** (*from o.s.*) You all hear that?

(*Angel crams the stone into Spike’s mouth, then yanks it away as he bites off half of it. The mouthful reaches his gut and instantly quiets it, and Spike pats his belly happily as all the pets smile. Dissolve to a long shot of the Ponyville station as the train pulls in, then cut to the six mares inside, on their way to the door. Applejack is near the front of the group.*)

**Applejack:** I can’t wait to scratch the belly on Winona!

(*During this line, pan away from her so that the open door to the next car comes into view; Spike and his charges peek around the frame.*)

**Applejack:** (*now o.s.*) Oh, I miss her. (*End of caboose; animals and Crusaders dive over the rail, followed by Spike.*)

**Twilight:** (*from o.s.*) I can’t wait to see Owlowiscious! (*Giggle.*)

(*The bird in question has donned a dark blue bow tie. Zoom out as the train starts to roll away; the mares are on the platform, while Spike and his group are on the opposite side of the tracks.*)

**Spike:** Hellooo! (*Surprised looks.*) Thought we’d meet you at the station! (*Cut to the mares, crossing the tracks, Rarity out front.*)

**Sweetie:** (*from o.s.*) So we could hear all about the Crystal Empire—(*galloping to Rarity; Bloom, Scootaloo pass them*) —and find out if you brought us one of the crystal snow globes that they sell at the train station.

**Rarity:** (*skeptically*) How did you know about the snow globes? (*Zoom in slightly.*)

**Sweetie:** Um…

(*Bloom and Scootaloo stare popeyed, realizing that their friend is in danger of blowing their cover, and Spike and Angel are faring no better.*)

**Sweetie:** (*smiling*) …lucky guess?

(*She hugs the older unicorn, who is clearly still not buying it. Pan slowly across the open area behind them as pets and owners reunite. Twilight comes into view on the start of the next line, with Owlowiscious perched on a foreleg, and Opal is hanging off Tank’s legs as he spins in midair for the enjoyment of Rainbow and Scootaloo.*)

[*Animation goof: Owlowiscious’ bow tie is missing in this shot.*]

**Twilight:** I’ve gotta hand it to you, Spike. You did a really good job of taking care of the animals. (*Fluttershy kneels down as Angel shows off his groomed tail.*)

**Fluttershy:** Oh, Spike, Angel looks perfect! (*patting it*) You did such a good job fluffing his tail.

**Spike:** Yeah, well… (*crossing fingers*) …we’re like *this* now.

(*A hoot from Owlowiscious; he turns to face the bird.*)

**Spike:** (*a bit miffed*) You know who.

(*He gets a brown wing brushed against his face—Owlowiscious has been joking with him—and the owl, dragon, and unicorn trade a smile. Dissolve to just inside the library’s open front door, his unused bowl of cake batter sitting nearby on the floor; Twilight trots in, followed by a hooting Owlowiscious and then Spike. The thwarted chef has his toque back on and is carrying the partially eaten gem that Angel used to save his skin.*)

**Twilight:** So what are you thinking? Bake ’em into a jewel pie?

(*On the second half of this line, she trots o.s. and Spike stops to pick up the bowl; zoom in.*)

**Twilight:** (*from o.s.*) Ooh, six-layer gem cake sounds pretty good!

**Spike:** Yeah, it does.

(*He lifts the gem and drops it toward the bowl, but just as in the prologue, his tongue lashes out and yanks it into his mouth before it ever touches the batter.*)

**Spike:** (*stirring, mouth full*) It really, really does.

(*Just as in the prologue, his face goes slack when he sees that once again he is short one ingredient for his cake. Cut to a long shot of the library; Applejack, Bloom, and Winona are on the road, but stop short at the sound of his voice.*)

**Spike:** (*from inside, anguished*) WHYYYYYYYY?!?

(*The dog adds a plaintive howl, to the sisters’ surprise. Tilt up to the sky and fade to black.*)