**WHAT ABOUT DISCORD?**

**Written by Neal Dusedau**

**Produced by Devon Cody**

**Story editing by Meghan McCarthy**

**Consulting direction by Jayson Thiessen**

**Supervising direction by Jim Miller**

**Directed by Denny Lu**

**Transcribed by Alan Back (**[**ajback@yahoo.com**](mailto:ajback@yahoo.com)**)**

Prologue

(*Opening shot: fade in to a close-up of the uppermost portion of a pile of books, with an empty shelf stretching behind them. During the following line, the camera zooms out slowly to frame it as one of three on the floor of the library within Twilight Sparkle’s castle, with Spike standing at its base and holding a book. The shelves have been completely cleared, and each pile stands as tall as the uppermost one.*)

**Spike:** (*groaning*) Didn’t we just shelve all the books in the library a few months ago? (*The one he holds is magically floated away.*)

**Twilight:** (*from o.s., perkily*) Yes, but that was because we needed to. (*Cut to her at one end.*) This is just because I want to. (*floating it and others onto a shelf; Spike walks over*) I call it my “book-sort-cation.” Three uninterrupted days of reorganizing books. Can you think of anything more relaxing?

**Spike:** (*counting off on fingers*) Well, claw massages, back rubs, bubble baths… (*More literature floats past; he deflates.*) …you weren’t really looking for an answer, were you?

**Twilight:** I’ve even devised a better system for organizing them. (*with growing glee*) It decreases the amount of time it takes to find a book you’re looking for by nearly three-quarters of a second!

**Spike:** (*dryly*) Whoa. That much?

(*Surprise replaces snark when her aura envelops him and pulls him in for a hug.*)

**Twilight:** Look at them all.

(*Long shot of the pair, seen from the opposite side of the room. A slow pan picks out the vast heaps of heavy reading that litter the floor, as well as a previously unseen feature of this library: the fact that the shelves run around its entire perimeter.*)

**Twilight:** Why, there must be at least twenty thousand books to organize!

(*The camera motion brings her trusty avian assistant Owlowiscious into view, perched on a high shelf. He turns his head toward the camera and lets off a soft, knowing hoot, after which the view cuts back to Twilight and Spike.*)

**Twilight:** (*floating him away*) Best long weekend ever!

(*The field dissipates to the sound of her excited gasp; he settles back to his feet, turning away with a grumpy, disappointed look.*)

**Twilight:** I’m sure we can make some time for a claw massage and a back rub too.

**Spike:** (*instantly perked up*) Yes! Best long weekend ever!

(*He grins broadly as the boss rolls her eyes with a little “oh, you” smile. Fade to black.*)

OPENING THEME

Act One

(*Opening shot: fade in to the sun shining bright in a tranquil daytime sky, the rays striking the star mounted on the pinnacle of Twilight’s castle. Tilt down to frame the front entrance in a long shot; one door begins to swing open, and a close-up shows Twilight emerging for a deep breath of outside air. She trots placidly down the steps, the camera zooming in to a close-up of Spike emerging behind her; he stops when a sunbeam swings onto him.*)

**Spike:** (*squinting, averting eyes*) Whoa! (*Close-up of the sun; he continues o.s.*) That strange yellow orb in the sky!

(*Back to him and Twilight, the latter slightly put out at his jape.*)

**Spike:** What *is* that?

**Twilight:** (*smiling*) All right, all right, so it’s been a little while since we’ve seen the sun. (*She walks off.*)

**Spike:** A little while? (*following*) We’ve been in that library for three straight days!

**Twilight:** Yes, but they were three very productive days— (*Close-up.*) —even if you did take that two-hour claw massage break. (*Tilt down to Spike.*)

**Spike:** (*needled*) Hey! You promise a claw massage, I’m getting a claw massage.

**Twilight:** (*laughing*) It’s not like we missed anything.

(*Two blazes of white light rip across the sky, leaving side-by-side contrails—one rainbow-striped, the other a most improbable plaid. Princess and dragon duck just in time to avoid getting their heads taken off by the low-flying projectiles, which wipe out o.s. and throw up clouds of dust that fill the screen. Once the view clears, the twin causes of the light show are clearly seen standing behind them. One, predictably, is Rainbow Dash, while the other is Discord on all fours. Both are grinning like idiots as Twilight and Spike come up off the dirt to glance back at them.*)

**Rainbow, Discord:** (*waving in unison*) Hello, Twilight! Hi, Spike!

**Twilight:** (*crossing to them, a bit rattled*) Hi, Rainbow Dash. Good to see you, Discord. (*Here comes Spike.*)

**Spike:** Did you rehearse before you found us?

**Rainbow, Discord:** What makes you think we practiced?

**Twilight:** Come on, Rainbow Dash. What’s going on here?

(*The blue speedster stifles a laugh behind a hoof, then lets it grow into a guffaw while hovering up to Discord’s head level.*)

**Rainbow:** Sorry. (*throwing a foreleg around his neck*) Me and Discord are just messing around. (*Laugh; nudge.*) Like we do. (*Cut to Twilight, really puzzled.*)

**Twilight:** Since when?

**Discord:** (*from o.s.*) Oh, Twilight— (*Close-up of his face.*) —we simply had a momentous time together these past three days. You could say it was… (*Pupils of eyes become slits; a forked tongue hisses out.*) …hiss-s-s-terical!

(*As he finishes speaking, the camera zooms out to show that he has shed his limbs and wings and elongated/coiled the rest of his body as a giant snake. The tuft of hair on his tail has even re-shaped itself as a rattlesnake’s rattle, which he shakes vigorously with a laugh.*)

**Rainbow:** (*laughing*) Sneaky snake!

**Discord:** (*laughing*) Just s-s-snaking around!

(*His forelimbs pop out in their normal places, causing part of his hide to tear away, and he peels it off himself and kicks it aside like a shed snakeskin, laughing all the while. The high-speed molt leaves him with his normal appearance.*)

**Rainbow:** Good one, Discord! (*She laughs as they trade a high five.*)

**Twilight:** It is? (*Rainbow hovers down to her.*)

**Rainbow:** Kind of an inside joke from this weekend. You wouldn’t really get it unless you were there. (*Back off.*)

**Twilight:** (*smiling weakly*) Oh…okay.

**Rainbow:** Cool! Well, uh…catch you later, Twilight. (*She rockets off in a multicolored blur.*)

**Discord:** (*chuckling, waving*) Catch you later, Twilight.

(*On this last word, the camera zooms in slightly and his eyes narrow to impart an unsettling overtone to his grin. He turns around, letting his hind legs piston against the ground so fast that they kick up enough dirt to completely bury Spike—but instead of racing off at several hundred miles per hour, he simply teleports away. The baby dragon’s head breaks upward through the mounded earth so that he and Twilight can exchange truly baffled looks.*)

(*Dissolve to them walking along a Ponyville street.*)

**Twilight:** That was strange, right? Since when have Rainbow Dash and Discord had inside jokes?

**Spike:** (*dryly*) Since sometime in the last three days, I guess.

(*He runs flat into her tail, not realizing until that moment that she has stopped.*)

**Twilight:** Hey! Nopony *made* you join me on my book-sort-cation.

**Spike:** I’m joking, I’m joking!

(*She starts off again and he follows. Cut to just inside the front door of the Carousel Boutique; it swings open to admit them, the bell above jingling to announce their arrival.*)

**Twilight:** Rarity?

(*She steps in. Cut to the unicorn in question, reading glasses perched on nose as she stitches up an outfit on a pony mannequin. Looking up with a happy gasp, she floats the spectacles away.*)

**Rarity:** Twilight! (*All three meet in the middle of the floor.*) You’ve returned from your book-sorting sabbatical. (*lifting Twilight’s chin*) All that organizing has done wonders for your complexion.

**Twilight:** Thanks. It *was* very relaxing. (*Spike rolls his eyes wearily.*) And we were able to clear a shelf for those old-fashioned books you wanted to donate.

**Rarity:** Oh, pfft! They’re not old, darling, they’re vintage. (*gesturing to one side*) And they’re over there.

(*Pan slightly in the indicated direction to frame a bag stuffed with books, resting on the showroom’s three-mirror platform, then cut to a close-up of it.*)

**Rarity:** (*from o.s., levitating it away*) I’ve even included my favorites by former Canterlot designer to the stars…

(*Back to her; she floats one volume out of the bag.*)

**Rarity:** …Rococo Frou-Frou!

**Spike:** Oh, I love her! (*She tucks it back in.*)

**Rarity:** (*slightly put out*) Him. (*The bag is set down in front of him.*)

**Spike:** Uh… (*Weak chuckle.*) …both.

**Discord:** (*from o.s.*) Twilight!

(*She and Spike turn to look back toward the door; pan quickly to the draconequus, entering the shop with Fluttershy.*)

**Discord:** This makes twice I’m seeing you in one day. Aren’t I lucky!

**Twilight:** Weren’t you just with—

**Fluttershy:** Hi, Twilight! Hi, Spike! How was your book-sort-cation?

**Twilight:** It was good.

(*The yellow pegasus smothers a giggle while tossing a glance back toward Discord.*)

**Fluttershy:** “Orange” you glad you did it?

(*She, Rarity, and Discord break into a round of laughs as the trickster crosses to the others.*)

**Rarity:** “Orange” you glad…oh, Fluttershy, you’re a card! (*Close-up of Fluttershy.*)

**Fluttershy:** Oh, please. You’ll make me blush. (*Zoom out; Discord leans toward her.*)

**Discord:** You do seem to be turning a shade of…

(*He straightens up with a gasp. Cut to an extreme close-up of Fluttershy’s face, now tinted bright orange with her mane in a lighter hue, and zoom out quickly on the next line. She has been transformed into this particular citrus fruit, with only her head protruding from the rind.*)

**Discord:** …orange!

(*The quick change brings a hearty laugh from Rarity, and Fluttershy joins in demurely as Twilight and Spike stare in total confusion. As soon as Discord plucks the stem away, the rind scores itself from top to bottom and peels to the floor, leaving Fluttershy exactly as she was. The fragment it tossed aside; cut to the winged unicorn and assistant.*)

**Rarity:** (*from o.s.*) Oh, sorry, darling. (*crossing to them*) You see, we were at Sweet Apple Acres and, uh, uh…oh, how to explain?

**Discord:** (*leaning down to them*) Well, let me try and paint her a picture, dearest. (*He backs up o.s.*)

**Spike:** (*sourly, under his breath*) “Dearest”?

(*Cut to Discord, standing under a beam of light in a darkened space and painting a picture of the Sweet Apple Acres main barn on an easel-supported canvas. He has donned a smock and is holding a palette, and he has grown a full head of bushy brown hair and a matching beard, his normal white beard protruding from the latter.*)

**Discord:** (*softly*) You see, we were all at Sweet Apple Acres, and I ended up turning the trees into the most— (*normal volume and playful tone*) —oh, who am I kidding?

(*On these last five words, the dark backdrop is yanked aside, giving way to the showroom, and he throws aside his brush/palette and sheds the smock and extra hair.*)

**Discord:** (*flicking easel away with tail*) I simply can’t do it justice. (*slyly, leaning to Twilight*) You really had to be there.

**Fluttershy:** We would’ve invited you to come along too, but we didn’t want to interrupt your organizing. We know how important it is to you.

**Discord:** (*curling behind Fluttershy, gathering her and Rarity in*) And I’m sure it was *much* more important than the fun that *we* had. (*Chuckle; cut to Twilight and Spike.*)

**Twilight:** I appreciate that. (*to Spike*) Speaking of books, I should get these on the shelf.

(*Another round of the sillies draws their attention. Cut to a point just above Discord’s head; here, several pieces of fruit are describing a slow right-to-left arc. They start out as apples on the upswing, but become oranges once they pass the peak. A tilt down shows that the joker has the produce going in a large circle, the oranges reverting to apples at the low point. Fluttershy and Rarity laugh as the camera zooms out to frame Twilight and Spike looking on from across the showroom floor. They trade a bewildered look at the display.*)

(*Dissolve to a close-up of a basket of oranges resting at the base of an outdoor produce stand.*)

**Twilight:** (*from o.s.*) Hmmm.

(*Zoom out on the start of the next line; she and Spike walk among the stands, he with the bag of Rarity’s books slung on his back.*)

**Twilight:** Rainbow Dash bonding with Discord…Rarity finding something he did genuinely funny? Must have been some weekend.

**Spike:** (*smugly*) Somepony sorry she missed it?

**Twilight:** Of course not.

(*Passing Sugarcube Corner, they stop short at the sound of mingled laughter from Applejack and Pinkie Pie. Both turn toward the building, and the camera cuts to just inside the front door, whose top half is open. The apple expert has sprawled helplessly on her belly, and the assistant baker topples down onto her back as Twilight and Spike get an eyeful from the step.*)

**Twilight:** What’s got you two in hysterics?

(*Once they calm down, Discord pops up from behind the display case, holding a cupcake which he proceeds to chomp down.*)

**Discord:** Oh, we were just reminiscing about *the best weekend ever!*

**Twilight:** (*whispering, to Spike*) He’s everywhere today, isn’t he? (*Applejack and Pinkie are now standing.*)

**Discord:** Oh, now where was I? Ah, yes. (*Twilight and Spike approach.*) We had just finished our soup, and then Applejack said…

(*A flash of magic turns his head into a snaggle-toothed copy of Applejack’s, hat and all, with his original eyes and brows and his own short dark fringe of mane running down behind the tousled blond forelock.*)

**Discord:** (*imitating Applejack badly*) “Peanut butter hoof? Yuck! Not even with jelly!”

(*This sets Applejack and Pinkie laughing all over again.*)

**Twilight:** Uh, I don’t get it. (*Close-up; Pinkie crosses to her, giggling.*)

**Pinkie:** It was hilarious! I wish we’d taken a picture for you.

**Discord:** (*from o.s., normal voice*) Oh, well, this should do.

(*Cut to an extreme close-up of his hind legs tap-dancing across the floor, each wedged into a full jar of peanut butter whose contents are slopping out. A quick zoom out shows that he has reverted his head back to normal, and he strikes a pose that brings fresh laughs from the two ponies who seem to be in on the gag. Cut to floor level, the camera pointing at the clueless pair through the jars.*)

**Twilight:** (*uncertainly*) I guess that’s funny?

(*Discord leans down into view to regard his own limbs; cut to frame all of him as he raises one and tries to pull the jar off .Peanut butter spills onto the floorboards.*)

**Discord:** Well, seems this has become quite the *sticky* situation! (*More laughs from Applejack and Pinkie.*)

**Pinkie:** (*between laughs*) Sticky situation…

**Applejack:** (*crossing to Twilight/Spike*) Aw, shucks, Twilight. We haven’t even asked how your weekend went.

**Twilight:** It was fine. (*Discord leans over the group and stares upside-down at her.*)

**Discord:** (*borderline baby talk*) And yet you look so glum. (*Closer; now right-side up.*) Does somepony need a huggy-wuggy?

(*He pulls her in with his lion paw on the end of this, then follows it up with a soothing coo and a couple of strokes along her forelock with his talons. These cause her horn to bend and spring back as if it were made of rubber. She is not amused, and she roughly nudges him aside.*)

**Twilight:** I am not glum. (*pushing him back*) I’m glad. I’m glad you all had such a good time together. Having inside jokes can really create a lasting bond between friends. (*Close-up of Discord.*)

**Discord:** (*eyes big and shining*) I’m just sorry that all this bonding happened while you were holed up in your castle.

(*A chuckle from the o.s. Applejack; cut to frame all five again. Discord has removed the jars.*)

**Applejack:** Oh, don’t you worry about Twilight. (*to her*) Bet you were in hog heaven organizin’ all them books. (*Brief pause.*) Again. (*Close-up of Twilight.*)

**Twilight:** (*smiling, but slightly strained*) I’m sure I had just as much fun as the rest of you.

(*Dissolve to a close-up of her, sitting grumpily on one of the seats in her castle’s throne room with her chin propped on a front hoof. The sound of crunching drifts across to her.*)

**Twilight:** I can’t believe I missed out on all that bonding!

(*Zoom out. She is on her own throne and Spike is sitting on his small one alongside, having put away the bag with Rarity’s books. A bowl of rubies is on the table in front of him. He swallows the mouthful he has been chewing. The central table is bare of its magical map.*)

**Spike:** I knew it! You *are* jealous!

**Twilight:** (*smiling*) Spike, I’m the Princess of Friendship. (*laughing a bit*) I don’t get jealous.

(*Longer shot of the throne room, showing the other five seats empty. Slow pan across the table.*)

**Twilight:** I’m sorry I missed out because sharing that experience would’ve helped me with my Princess of Friendship duties.

(*Close-up of the baby dragon, whose expression tells just how much he is not buying this as he munches on another ruby.*)

**Spike:** (*mouth full*) Come again?

**Twilight:** If our friends could enjoy three full days with Discord that much— (*pacing; he swallows*) —it must have something to do with the specific things they did together! (*smiling*) If we could find out what those things were, it could be a real breakthrough in the science of friendship.

**Spike:** (*grunting, shrugging*) I guess so.

(*Twilight, having moved o.s. by this point, teleports back to stand in front of her throne. The sudden return startles Spike into dropping the gem he holds.*)

**Twilight:** I know so! (*laughing*) You thought our book-sort-cation was fun? This is gonna be even better!

(*His only response is to narrow his eyes over a mild scowl—“it’s gonna be one of those days, isn’t it?” Snap to black.*)

Act Two

(*Opening shot: fade in to a stretch of park land outside Ponyville proper. Two picnic tables are set up here; Twilight and Spike stand on one of these, facing the other five mares and Discord. Spike stands ready to take notes on a clipboard as the camera zooms in slowly. Rainbow hovers off the ground.*)

**Twilight:** Thank you for coming. I wouldn’t have asked you here if it wasn’t important. (*Cut to Pinkie.*)

**Pinkie:** I love important! (*To Twilight and Spike.*)

**Twilight:** I want to know how these “funny moments” you shared came to pass. I can use this data to help advance friendships all over Equestria. (*To Applejack and Rarity.*)

**Applejack:** Well, I like the sound of that.

(*Zoom out to frame the rest of the audience, to the sound of the other four mares’ agreement, then cut back to the winged unicorn and her scribe.*)

**Twilight:** Perfect. (*Spike jots a note.*) Let’s start with the snake.

(*This is the cue for Rainbow and Discord to try and bite back a laugh in close-up, then fail miserably and give it full voice. The pegasus keeps at it through her next line.*)

**Rainbow:** I don’t know if I can get it out! It’s too funny!

**Discord:** (*grabbing her briefly*) Oh, but we must! It’s for the greater good! (*Zoom in slowly.*) It started when we were helping Granny Smith with her garden…

(*Zoom out quickly to frame Applejack, Fluttershy, and Pinkie.*)

**Applejack:** Uh, I reckon you mean my sister Apple Bloom.

**Discord:** (*waving it off dismissively*) Uh, all you Apples look the same. (*resuming*) And then Rainbow Dash saw a snake!

**Fluttershy:** I think it was a garden hose.

**Rainbow:** It was a hose snake. Super-deadly!

**Applejack:** I recall it bein’ a large stick that looked like a hose— (*Cut to Spike, quill now in teeth; she continues o.s.*) —that in turn did in fact resemble a snake. (*He writes; zoom out as Pinkie leans to him over the table.*)

**Pinkie:** Point is, *we* galloped away. (*Rainbow drops into view, knocking her flat.*)

**Rainbow:** And it chased after us! (*She flies o.s.*)

**Twilight:** The hose? (*Pinkie pops up….*) A snake? (*…and zips away.*) A stick?

**Rainbow:** A snail [*sic*]!

**Fluttershy:** A hose!

**Applejack:** A stick!

**Discord:** We literally trotted for our lives. (*grinning*) Isn’t that hilarious?

**Fluttershy:** (*crossing to table*) I guess you had to be there.

**Twilight:** (*thoughtfully*) I *do* need to be there.

**Rarity:** But you weren’t, and it’s already happened. (*Pause.*) Ooh! Are you suggesting…

(*Now it is Pinkie’s turn to whip over to the investigators, having donned a wristwatch and insulated vest and propping a pair of mirrored sunglasses on her forehead.*)

**Pinkie:** (*eagerly*) …time travel?!?

**Twilight:** (*shoving her nose against Pinkie’s to push her back*) Absolutely not! Time travel is not something to be messed with. (*Pinkie retreats.*) We simply need to re-create everything that led to these jokes.

(*Longer shot of the entire group; Pinkie has shed her getup.*)

**Discord:** Oh, what a brilliant idea! Shall we begin with the lunch date that kicked off the glorious weekend you missed out on?

(*He leans down into her face on these last four words, and she smiles in response. Dissolve to him and the six mares gathered around an outdoor lunch table that is bare except for its cloth. Rainbow hovers above the others.*)

**Twilight:** Are you sure it was this table?

**Rainbow:** Uh…does it really matter? (*Cut to Twilight/Fluttershy/Pinkie.*)

**Twilight:** When it comes to science, everything matters. One change to the equation could ruin the experiment. (*Pan/tilt up to Discord.*)

**Discord:** Noooo…

(*He trails off into a mumble while fiddling with his beard; cut to a long shot that shows their table as one of several standing outside a café. The chaos master teleports himself to another cleared table, hunkered down over it with head propped on forelimbs.*)

**Discord:** …it was this table here.

(*All but Twilight gather around and seat themselves on the cushioned stools that ring the table, Discord pulling one out for Fluttershy. He settles down next to her as Pinkie takes a menu from the provided stack and Twilight arrives.*)

**Twilight:** All right. So you sat down at the table, and then what happened? (*Cut to Rarity.*)

**Rarity:** (*levitating a menu*) Oh, well, first I expressed my displeasure with the design of the menu, and— (*Zoom out to frame Discord and Fluttershy.*)

**Discord:** Oh, I’m sorry to interrupt, but I’ve just noticed something. (*Rarity sets the menu down; Twilight leans into view.*)

**Twilight:** Yes? (*Zoom out to frame all.*)

**Discord:** (*gesturing*) The tablecloth. It isn’t the same color as the one the restaurant used on the day in question.

**Twilight:** (*slightly baffled*) Really?

**Rarity:** He’s right! The tablecloth was red! I remember because it clashed with the font on the menus.

**Applejack:** I don’t suppose that means we’re gonna need to get a new tablecloth, does it?

**Discord:** Oh, most definitely!

(*One talon comes down on the cloth, causing bright red color to spread all over it from the point of contact and bringing a round of awed murmurs.*)

**Pinkie:** (*during previous*) Wowee!

**Discord:** (*stepping back from table*) One change to the equation could ruin the experiment.

(*Copies of Twilight’s mane, horn, and wings manifest themselves on him.*)

**Discord:** Twilight said so herself.

(*He throws a sidewise smirk toward the others. An instant later he is pacing past the table, having traded these new features for a white lab coat and a set of goggles on his forehead.*)

**Discord:** Anything stand out as being different? Anything at all?

**Fluttershy:** Um, I’ve noticed a couple of things.

**Pinkie:** Me too! (*He whips back to them.*)

**Discord:** Excellent!

(*A burst of Twilight’s magic summons up a notepad and quill. Zoom in slowly on her, face shifting from indecision to a tentative smile, then dissolve to Rainbow in the sky above. She pulls a cloud down into view.*)

**Discord:** (*from o.s.*) A little to the left! (*She nudges it toward screen right.*) No, my left!

(*Push it back. Cut to ground level, where he has traded his white coat for a gray one and donned a reflective orange safety vest over it. The goggles are still on his forehead, and he waves two glowing orange signal beacons as if guiding an airplane in for a landing as Twilight takes notes.*)

**Discord:** A little bit more… (*Pinkie joins them.*) …uh, no, no, no, no, no, a little more might…

**Pinkie:** The cloud over our table looked like an ice cream sundae!

(*Discord strokes his beard, pondering this detail; up top, Rainbow bugs out just before his paw and talons—no longer carrying the beacons—reach into view to stretch out the cloud she has brought in. When he lets go, it snaps back and assumes the shape Pinkie has described.*)

**Pinkie:** (*singsong*) Perfect!

(*She lets her eyes go big and shiny at the sight and licks her chops for good measure; meanwhile, Twilight just keeps writing away in her pad. Cut to a close-up of a full soup bowl in which a thermometer has been submerged. As Discord leans in to watch closely, the mercury slowly rises to the top of the scale and then drops sharply without any warning. He stands up to full height.*)

**Discord:** No, no, no, no, no! This is barely room temperature! (*calling o.s.*) *Garçon*!

(*Pan quickly to the café’s closed door, next to which Twilight is standing to take notes. On the next line, the door opens to let a second Discord out into the fresh air, dressed as a waiter—white dress shirt, dark gray vest and bow tie, towel over one arm, thin black mustache curled at the ends.*)

**Discord:** (*from o.s.*) *Garçon*! Over here!

(*The instant duplication sparks the Princess of Friendship to scratch down a few words. Dissolve to an extreme close-up of Discord’s hind legs, dancing on the table and jammed into the peanut butter jars he used in Act One. The sound of mares’ laughter is heard as the camera zooms out to show one dryly taking notes and five more enjoying the show. He has disposed of all of his safety gear, and his waiter duplicate is nowhere to be seen. After several seconds, he leans down to Twilight.*)

**Discord:** No? Nothing?

(*He straightens up and she begins to pace, floating the pad and quill onto the table as she speaks.*)

**Twilight:** Are you sure there’s not something you’ve missed? Some other detail about your lunch together that you’re forgetting?

**Discord:** (*a bit snippy*) Well, I don’t know about the rest of you, but I feel we’ve been pretty exhaustive in our attempts to re-create every single detail of our previous encounter.

(*The others voice halfhearted, weary assent, and Rainbow flies across to Twilight.*)

**Rainbow:** Yeah, Twilight. If you don’t get it by now, I-I don’t think you’re ever gonna get it.

**Twilight:** But it is really important that I figure this out. It’s for the good of all Equestria.

(*Across the way, Discord has shed the jars and dressed himself as an old-time banker—white dress shirt, brown vest, gray tie, sleeve garters, half-moon glasses, mane slicked back—and is standing over a running stock ticker. The paper tape issuing from it snakes along the heads of Applejack and Fluttershy and has formed a huge coil on the ground next to Rarity. Rainbow flies over to them.*)

**Discord:** Well, perhaps we should have another look at the data we’ve collected.

(*Picking up a stretch, he runs his eye over it and pulls in a sharp gasp with a smile.*)

**Discord:** (*clapping lion paw to forehead*) Of course! (*reading closely*) There *is* one last variable that we haven’t accounted for.

**Twilight:** (*smiling*) What?

(*The maestro of randomness shoots her a knowing smile as the red-pupiled eyes gaze over the tops of his glasses.*)

**Discord:** You!

**Twilight:** Me? (*The financial getup is instantly gone. Zoom in slowly.*)

**Discord:** You weren’t there observing us. No matter how hard we try, we can’t possibly re-create our weekend of fun exactly as it happened, because you’ll always be watching. And you weren’t there.

**Other mares:** (*nodding*) Hmmm.

**Pinkie:** He makes a good point.

**Discord:** (*crossing to Twilight*) It has only served to prove that moments of levity and bonding between friends simply cannot be re-created— (*Cut to Twilight; he continues o.s.*) —so that others might share in the experience. (*Pinkie slides over to her.*)

**Pinkie:** He makes another good point.

**Rarity:** (*crossing to them*) Oh, don’t worry, darling. I’m sure there’ll be plenty of other chances for you to share in the kind of frivolity we had with Discord while you were away.

(*Her last few words are nearly lost under a sudden giggle. Rainbow swoops down toward Twilight as the other mares head off.*)

**Rainbow:** Yeah. And I’ll bet they’ll be just as “hiss-s-s-terical”!

(*She chuckles over the pun she has borrowed from Discord; he joins in, then the others, and she flies off after her friends. Fluttershy is last to go, walking between Twilight and Discord.*)

**Fluttershy:** Absolutely.

(*He exits with her, leaving Twilight standing gloomily alone outside the café. Dissolve to a close-up of Spike’s bowl of snacking rubies on a table within the castle; one of the library’s bookshelves—now full—is visible behind it.*)

**Twilight:** (*from o.s.*) I’m not buying it. (*He reaches into view and takes one.*) Not for a second.

(*On the start of the next line, zoom out to show him sitting on the table next to it and chewing away, having stowed the clipboard and quill he was using to assist her in the park. She paces the floor; behind them, all the shelves have been filled and the floor is clear of books.*)

**Twilight:** There is definitely something else going on here, Spike. (*He swallows his mouthful.*)

**Spike:** Or, maybe there isn’t, and you should just drop this whole thing and admit that you’re a little jealous. (*He continues to eat under the next line.*)

**Twilight:** Even if I’m not able to laugh at what happened, I should be able to figure out why *they* find it funny! Why *they* think they had this amazing and hilarious time together! But I *can’t* figure it out! (*smacking forehead*) It doesn’t make sense!

**Spike:** (*idly tossing a ruby*) Some things just can’t be explained.

(*She leans toward him forcefully enough to make him bobble and drop the tidbit.*)

**Twilight:** Our friends *think* something great happened to them while I was away. But no. It was something awful!

(*After a moment’s hard thought, the purple eyes pop wide open. Spike now stands to pick through his bowl.*)

**Twilight:** If we don’t break the spell they’re under, who knows what terrible things could happen!

**Spike:** (*floored*) Spell?

**Twilight:** Come on, Spike! There’s no time to lose!

(*She gallops for the door, wrapping her magic around the mildly fed-up Spike and towing him away. The yank drags him off balance so that he again drops the jewel is about to chew on. Snap to black.*)

Act Three

(*Opening shot: fade in to a close-up of Twilight’s reflection, framed upside-down on the surface of a glowing green liquid.*)

**Twilight:** Zecora, what do you think? Can you undo Discord’s magic?

(*Some purple granules drop into view and sink into the mix, causing her image to disappear into ripples and sluggish bubbles. Cut to frame her and Spike facing Zecora across the caldron that stands in the center of the zebra’s hut.*)

**Zecora:** In what way can you tell

That they are indeed under a spell?

**Twilight:** (*rolling eyes*) They’re having fun with Discord, that’s why!

**Zecora:** Ah. A friendship with Discord is truly a shock.

(*turning to shelves*) But who says it is something that we must block?

**Twilight:** Trust me. They would never laugh like that unless something magical was involved! (*laughing a bit*) It’s not that funny! (*smiling*) *I* know funny.

(*Spike just grimaces and gives a world-class eye roll. Meanwhile, across the room, Zecora snags a bottle from a shelf in her mouth and carries it over to Twilight, who floats it free in her magical grip.*)

**Zecora:** All right. This potion will break the spell.

(*Twilight shakes it.*) Then you will be able to tell.

**Spike:** (*from o.s.*) Wait. (*Cut to him.*) If that’s the potion, then what’s brewing in your caldron? (*Zoom out on the start of the next line; Zecora now stands across from him.*)

**Zecora:** It ties the room together and emits a warm glow.

But if I am to be honest, it’s just for show.

(*Dissolve to a long shot of the castle, now standing under a pre-dawn sky. Zoom in slowly and cut to the upper reaches of the throne room; on the start of the next line, tilt down to show Twilight’s five friends seated around the table.*)

**Applejack:** (*yawning*) I wonder why she asked us here so bright and early.

**Rarity:** Another map adventure, perhaps?

(*Pinkie stands up on her throne to get a good look at her own cutie mark, then whisks from one to the next. Fluttershy’s rump is hoisted up and dropped onto the cushion, while the other three get theirs peeked at from over the arms of their thrones. No action on any of the five fronts, but Rarity ends the scrutiny by giving Pinkie an icy stare.*)

**Pinkie:** (*grinning*) Nope! No glowing tushies here! (*She zips back to her place.*)

**Fluttershy:** Or maybe it’s more of a non-adventure. (*Gasp.*) Maybe she just wants to tell us how last night’s slumber went?

(*The doors swing open to admit a chipper Twilight and Spike.*)

**Twilight:** Hey, gang!

**Pinkie:** Ooh! You look excited!

**Twilight:** (*trotting to her*) I am excited! We’re gonna have fun today!

**Pinkie:** (*pumping a hoof*) Yes!

**Twilight:** Just one tiny, miniscule, microscopic thing before fun times. (*floating potion bottle up*) I need everypony to sip this potion to break Discord’s spell on you.

(*Her big grin is met by five looks of undiluted confusion, as seen when the camera cuts to her perspective.*)

**Applejack:** Uh, what now?

**Twilight:** Don’t be embarrassed.

(*Back to her; she sets the bottle on the table and begins to circle behind the thrones.*)

**Twilight:** So what if Discord cast a spell on you so you thought you had a great time, and now you have all these inside jokes that you seem to be *constantly laughing at?* Don’t worry! You didn’t have your defenses up. I get it.

(*The bottle is floated up, as are five cups with silly straws, and she begins to pour up a round of drinks. The first goes to Rainbow, who regards it with the clearest distrust.*)

**Rainbow:** You’re kidding.

**Rarity:** (*as one floats to her*) Twilight, darling, we simply had a nice time with Discord. (*magically dumping it on the floor*) As I recall, we spent much of yesterday afternoon re-enacting it for you. (*Here comes another.*)

**Twilight:** (*from o.s.*) Uh-huh.

(*Back to her. Two more cups hover in front of her, a third above Spike’s head. She fills this one while speaking, but lets it slop over and pour down over the scaly noggin, to his growing discontent.*)

**Twilight:** Or, you re-enacted what you *thought* was fun, but really wasn’t because *you* were under a spell that made you think that what happened was fun! (*A shot is slid across the table to Applejack.*)

**Applejack:** What kinda fertilizer have you had your nose in, Twilight? (*Back to Twilight; the bottle is now back on the table, and Spike is dry.*)

**Twilight:** (*corking it*) Be honest. The only reason you won’t drink the potion is because deep down in your hearts, you know there’s a chance that Discord has you under his power!

**Fluttershy:** (*from o.s., offended*) Twilight! (*Cut to her, with a cup of her own.*) How could you say such a thing?

(*She rests her front hooves on the table, jarring the cup so that a bit of liquid sloshes out.*)

**Fluttershy:** I know Discord still makes mistakes sometimes, but you’re accusing him of being downright evil!

(*Pan to frame Rainbow, who knocks her own drink over while matching the yellow pegasus’ pose.*)

**Rainbow:** Yeah! And to top it off, you’re accusing *us* of not being able to tell he was up to something! What do you take us for?

(*Cut to a close-up of a mildly disbelieving Twilight and zoom out to show Pinkie half-slumped across the table edge toward her. The pink mare has done away with the straw in her cup and is regarding Twilight through a half-squint.*)

**Pinkie:** Yeah! (*Drink; Twilight smiles with a hint of smugness.*) What do you… (*Again.*) …take us for?

(*The camera zooms out to frame the other four watching in complete shock. After a long moment, Pinkie grins and raises her cup.*)

**Pinkie:** Dee-licious! Got any more, Twilight?

(*The doors swing open to reveal Discord standing on their other side and ready to go fishing. Bucket hat, T-shirt, rod over shoulder, life jacket with a jar attached that contains a tiny copy of the Smooze—the slimy buddy he brought to the Grand Galloping Gala in “Make New Friends but Keep Discord.”*)

**Discord:** Hi, Twilight! (*He steps in.*) The gang mentioned we’d all be hanging out together today.

(*Cut to the table; Pinkie has now commandeered the potion bottle and is dumping its contents straight down her throat.*)

**Twilight:** (*suspiciously*) “The gang”?

**Discord:** (*from o.s.*) Yeah! (*Close-up of him.*) The Peanut Butter Hoof Gang!

(*He points toward the floor, the camera tilting down to frame his dancing hind legs—and the peanut butter jars that have once again wedged onto them. Laughs float across the room, but the sound gets on Twilight’s last good nerve even as Pinkie cuddles the now-corked bottle to herself and giggles.*)

**Pinkie:** It’s still funny!

(*She topples backwards to the floor, leaving the container on the table, as the rest of the disgruntled Princess’s friends leave their seats.*)

**Applejack:** (*aside, to Twilight*) So much for that whole spell theory.

(*They are now gathered with Discord and yukking it up, but Twilight just voices a frustrated groan while rubbing an eye. He has stopped dancing and taken off the jars again.*)

**Twilight:** But it’s still not funny! (*Cut to them.*)

**Rainbow:** It’s funny if you were there.

**Twilight:** (*from o.s.*) But I wasn’t’ there!

(*All fall silent; back to her and Spike, who backs off warily.*)

**Twilight:** (*with growing rancor, stomping, slowly tearing up*) *I* wasn’t included! Maybe it’s my own fault for staying in and having a book-sort-cation when I could’ve been making jokes and memories and having a great time with my friends! (*wiping eyes*) But I didn’t do that, did I? You all did! You were all there, but…

(*She snaps out of the fit at last and straightens up with a nearly inaudible gasp, taking in the profoundly concerned looks on the six unlikely buddies’ faces.*)

**Twilight:** (*sadly*) …I wasn’t there. I missed out. (*Slow pan across them; she continues o.s.*) And seeing you having all these jokes I wasn’t a part of and couldn’t understand made me—

(*Back to her on the end of this; now Spike ventures a few steps in her direction.*)

**Spike:** —jealous?

**Twilight:** No. The Princess of Friendship *can’t* get jealous.

**Applejack:** (*from o.s.*) Sure you can, Twilight. (*Cut to her and the others.*) And none of us begrudge you for it.

**Fluttershy:** We’re sorry if we made you feel left out.

**Twilight:** (*toying with bottle on table*) You didn’t do anything wrong. You’re allowed to share things that don’t include me.

**Rarity:** And *you’re* allowed to feel a little jealous about it. You just have to be able to admit that that’s what you’re feeling— (*Applejack nods.*) —so you can let it go.

**Rainbow:** And, you know, not try to make us re-create everything that happened when you weren’t around.

(*Cut to Twilight. Discord poofs over next to her, instantly conjuring up a throne like the others to sit on—set with a picture of his own laughing face. He has shucked his fishing gear and now wears a crown crookedly over his horn and antler.*)

**Discord:** Of course, none of this would have happened if I hadn’t encouraged everypony not to invite you this weekend.

**Twilight:** (*not quite buying it*) They wanted me to be there? And you convinced them to not invite me?

**Discord:** Well, I didn’t think that they should interrupt you. But now I see that we should have. (*He draws in a long breath and pulls at his face.*) Oh, I feel just terrible.

(*But when he lets go, his cheeks snap back into place over a mischievously smiling mouth. Pinkie slips up on the side opposite Twilight.*)

**Pinkie:** (*accusingly*) You don’t look like you feel terrible.

(*In reply, the walking anatomical grab-bag takes hold of his beard, twists it upward, and rotates his entire snout 180 degrees to make his smile look somewhat like a frown. The beard is then slid back down onto his new “chin.”*)

**Discord:** Better?

**Applejack:** (*from o.s.*) Wait a minute. (*She and the other three close in.*) You didn’t suggest not inviting Twilight ’cause you *wanted* to make her feel left out, did you?

(*Now he is back in “painter” mode as in Act One, complete with bushy hair/beard, and has created a picture of a smiling Twilight under a moonlit sky. The crown is gone, and his facial features are back in order.*)

**Discord:** Of course not! That whole jealousy thing was just a happy accident.

(*A touch of brush against canvas transforms the image into a scowling, green-tinted one with bat wings. Moments later, he has popped back into existence atop the table, as his normal self and with the extra throne gone. All six mares have gathered near him at the edge.*)

**Discord:** Certainly we can all agree that Princess Twilight learned a valuable lesson here— (*Close-up of him, tilting down to her as he continues.*) —that even she can have feelings of jealousy. (*now o.s.*) That she should recognize said feelings rather than try to pretend that she doesn’t have them.

(*Her head droops contritely during this last sentence, the camera zooming in very slowly, and the next cut is to the entire group.*)

**Discord:** (*to himself*) Mmm-hmm. (*aloud*) Did I get the tiniest bit of glee out of watching her try to re-create our weekend of fun in the name of science?

(*Cut to a now-slightly-disgruntled Twilight, who recoils just a trace as his shadow looms toward her.*)

**Discord:** (*from o.s., cheerfully*) Oh, most definitely! (*Back to him, all business again.*) But what’s important here is that it was never my intent to make Twilight feel jealous. That’s something the old me would have tried to do.

(*As he speaks this last sentence, he steps aside to reveal a sinister caricature of himself—dark cape and top hat, hooded eyes, twiddling thumbs, prominent dark eyebrows and thin curling mustache. A shove promptly sends this one flying, and the genuine article produces an orange from nowhere with a smile.*)

**Discord:** “Orange” you glad I’ve changed?

(*He waggles his bushy white brows, but there is not a single laugh coming from the tableside gallery. Taken slightly aback, and with the fruit now vanished, he tries again.*)

**Discord:** (*exaggeratedly*) I said… (*Oranges rain down around him.*) …“orange” you glad I’ve changed?

(*Still no response except for a cough from Pinkie.*)

**Discord:** (*fed up*) Orange! Like the ones at the Applejack farm! I-I-I mean, from this weekend!

(*The deluge of citrus stops and the last samples roll off to the floor.*)

**Discord:** No? Nothing? (*Close-up.*) Really? (*Zoom in on his eyes.*) I thought you’d find this…

(*Closing them for a moment, he opens the lids to show the pupils slitted, as in his Act One snake impression.*)

**Discord:** …hiss-s-s-terical!

(*A quick zoom out on this line reveals that he is now doing the whole bit, forked tongue and all—but a shake of the rattle still fails to make the mares roll in the aisles.*)

**Rarity:** (*pushing it aside*) Y-yes, no. Discord, I think these jokes have run their course.

**Pinkie:** (*smiling*) Only way we’d find them funny now is if you put us all under some kinda spell! (*A grinning Twilight steps up next to her.*)

**Twilight:** Come on. You’d have to be a complete crazy pony to think he’d do something like that! What are you gonna say next, Pinkie? (*Cut to the other four, all smiling; she continues o.s.*) That we all have to drink some weird potion to break the spell?

(*There follows a round of laughs, but Discord straightens up in close-up, now fully himself again.*)

**Discord:** (*sputtering indignantly*) What’s so funny?

**Rainbow:** (*flying to him*) Come on, Discord. Do we really have to “spell” it out for you?

(*She backpedals to the other five, sharing in their mirth as he gapes at them over finding himself on the other end of an inside joke.*)

**Discord:** I-I-I don’t get it. Somepony want to tell me what’s so hilarious? (*waving for attention*) Anypony? Hello? (*He teleports down off the table and knocks on Pinkie’s head.*) I’m talking to you! You, a-and you and you!

(*Each of these last three “you”’s is accompanied by a cut to a close-up of one mare—Fluttershy, then Rainbow, then Rarity—after which the camera cuts back to Discord.*)

**Discord:** Wh-Wh-What’s—what’s funny about “spell”? (*He begins to shrink, losing steam and starting to blubber.*) I-I mean, I really, I don’t get it! I’m being left out and I feel really bad about that.

(*He ends with a pathetic little sniffle; only now does Spike walk brightly to the table. The draconequus is now about the same size as his head.*)

**Spike:** Sorry, buddy. Guess you had to be there.

(*A proportionately sized orange pops into being in front of Discord, but due to Twilight’s magic rather than his own. He plucks it from the air with an understanding smile as the violet mage approaches to give him one of her own, and he teleports over to the laughing septet and sweeps them into a double-armed hug with an exuberant laugh. He is back to full size, and the orange is gone. “Iris out” to black, centering on his face.*)