

The Shadow Keeper

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Prologue: Sunrise

Princess Celestia was fast asleep in her bedchamber in the royal castle in Canterlot. It was a quiet, peaceful rest – for a while. But then...

The princess stirred. In her dream there was complete and utter darkness. She could see nothing and hear nothing, but she somehow knew that the darkness was just a ruse. Celestia was not alone; there was somepony else here – a malevolent pony she could not see. He was up to something; something terrible. But he was hidden. He was always hidden, until it was too late to stop him.

All was still for a while, until the silence was suddenly broken by laughter. When

Celestia searched for the source of the laughter she finally saw him – a stallion hiding in a thick black fog. There was too much darkness to tell what the stallion looked like, but even the shadows could not hide his mirth. He laughed, and laughed, and laughed until he cried. He was full of joy – the joy of one who had won.

She *hated* it. Celestia hated his laughter. She hated it because it wasn't the good kind of laughter – the kind that Pinkie Pie worked so hard to bring. This was an evil laughter. It was the boast of a stallion who had just committed the greatest evil that had ever been fostered upon the world. It was the day that the darkness lost and the sun had won.

There had been other days like that. After all, darkness tended to lose in Equestria. When Tirek tried to conquer the nation, the Elements of Harmony defeated him. Before

that, when Luna turned into Nightmare Moon and threatened to plunge the land into eternal darkness, Celestia had defeated her. Before that, when Sombra conquered the Crystal Empire and ruled it with an iron hoof, Celestia and Luna jointly defeated him and banished his empire for a millennium.

But this darkness was the first one. This was the first time the darkness lost – and it cost the world everything.

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Celestia charged at the spectral figure. By now she knew she was dreaming, but she didn't care. The cruel stallion who was laughing with such joyful sincerity had been killed long ago – so long ago that only the royal sisters even remembered him. He was far beyond the reach of justice. It was

impossible for the world of the living – the world he had destroyed – to get its revenge. Even his bones were long gone, for they had been burned to ash by those he had wronged. But if Celestia could just reach him in her dreams, then perhaps a little of her anger would be abated.

She knew that she shouldn't feel this way about him. She knew that holding on to her anger like that for century after century could only harm her, and would cause him no pain. But some wounds just cut too deep. There were some pains that even time could not heal.

Celestia lunged for him, piercing the gloom that surrounded him with a beam of radiant light. The stallion looked at her, laughed once more, and then vanished.

The Princess of the Sun immediately woke up. She sat straight up in bed and just

barely managed to stifle a scream. The alicorn was drenched in sweat and her heart raced. A glance out the window showed that it was still dark outside. *Of course it is*, she thought. *It will remain dark until I raise the sun. That is my task, after all. I fill the world with light.*

Celestia glanced at the antique wooden clock on her nightstand and saw that it was three in the morning. It was far too early to raise the sun; Luna was still reigning over the night. *I am sure she is tending to the dreams of her subjects. With her help they will rest easy. I wish I could do the same.*

The princess got out of her bed and stretched. She then walked over to her vanity and looked at herself in the mirror. Her mane was a mess; she had been tossing in her sleep. Celestia knew that nopony would dare make fun of her for it, but appearances mattered. She had to set a standard for her subjects, no

matter how she felt. A quick spell fixed her mane and put every last hair in place.

She couldn't go back to sleep; not after that dream. Yet there was no use in sitting in her bedroom and doing nothing. She could go and see Luna, but she didn't want to crowd her sister. Celestia got enough attention during the day; she didn't want to hog the spotlight during the night as well. Luna deserved better than that.

Celestia stared at the ornate marble fireplace in her room. The flames had died down hours ago; now there were only embers. *Embers*, Celestia thought. *Embers are small bits of material that were once hot, but have grown cold. They have lost the fire that once animated them. They are shadows of what they once were.*

The stallion in her dream – his name had been Ember. Or something like it, at least.

Celestia had long ago forgotten what he looked like. Even in her dreams his form was ever changing. He had been an alicorn; that she remembered. There had been many alicorns back then. More than that, though, she could not say. Sometimes Celestia would catch a glimpse of a pony in a crowd and it would stir a long-forgotten memory. She would almost remember what he had looked like – almost. Then it would be gone.

I'm old, she thought. Old and so very tired. No one told me alicorns lived this long. None of the old ones knew. Perhaps my lifespan is caused by what they did. Perhaps I am reaping the benefits of their terrible sin. I don't suppose it really matters. What was done cannot be undone – they saw to that.

Celestia put on a pair of comfortable yet regal slippers and stepped out into the hallway. She glanced up and down the

passage but didn't see any of Luna's guardians of the night. The princess was content. For the time being she just wanted to be alone with her thoughts.

The white alicorn quietly made her way down the hallway and headed for a rarely-used part of the castle. Her hoofsteps were muted by the slippers she wore, and she took care to make little noise. Other ponies were sleeping at this hour and she did not want to wake them.

In the lowest level of her castle, in a basement that was empty and unused, Celestia found an ancient wooden door. It was locked, as it had been for centuries. The only key that had ever been made for that door was long gone – destroyed in an act of rage.

It didn't matter. Celestia teleported to the other side of the door.

The princess was confronted by utter darkness. The air was heavy with a dank and musty smell, and dust seemed to hang in the air. There was no light of any kind, but Celestia knew where she was. She lit up her horn and filled the hallway with a gentle white light. The light revealed a set of winding stone stairs that spiraled down into the darkness.

Celestia began to descend.

* * * * *

It took Celestia about a minute to reach the first alcove. Set in recesses at regular intervals were small landings. Each landing contained a life-sized statue of an alicorn, lovingly rendered in marble with exquisite detail. At one time these five alicorn statues had been highly prized, but those days were

long gone. The once-glorious statues were showing their age. They were all covered in dirt and grime, and cobwebs filled the alcoves. They needed care to keep from crumbling into dust – care that they would never receive. Celestia would make sure of that.

The first one depicted a powerful stallion. He had a look of serene care on his face, and a snowflake for a cutie mark. In one hoof he held a new branch with tender leaves; in the other, a branch of aging leaves that were ready to fall.

Celestia glanced at the statue in disgust and kept moving.

He was one of the Five, she thought. The pony's name was rendered at the base of the statue, but Celestia refused to give him the honor of reading it. As far as Celestia knew, these statues were the last surviving records

of the Five. The princess had destroyed all the other records in a fit of rage, long ago. But burning them with fire could not undo the past.

Celestia hated this passage, but she could not bear to get rid of it. This passage was why Canterlot Castle had been built on these grounds in the first place, although there was no pony left who remembered. *Well, except Luna, of course. But Luna is not preoccupied with his laughter. She battles a different nightmare in her dreams.*

This passage was much older than the castle that sat above it. When Celestia was young she had wanted to get far away from this place; that was why she built the Castle of the Two Sisters. At the time she couldn't remember why – there was just something about Canterlot that troubled her. After Celestia was forced to banish her own sister

to the moon, though, she found herself retreading familiar ground. It seemed that no alicorn could stay away for long; they were always drawn back to the place where it all began.

At least Twilight and Cadence are free from this cursed line, Celestia thought. *That is one burden they do not have to bear.*

The princess continued her lonely march down into the darkness. She passed another alcove, which housed another statue. This stallion was holding a bird. He was smiling – just as all the other alicorns were. More than once Celestia had wanted to wipe that smile off his face, but she resisted. These were the last records of the Five, and one day she would have to pass on this knowledge to Twilight. Perhaps she could right the wrong that had been done – but for now Celestia could not bear to tell her.

One day she will ask me the question, and that is when I will have to tell her. One day she will wonder: why do the birds need the help of ponies to migrate? Why does the world need ponies to change the seasons? Why do the pegasi control the weather? Yes, we all know that is how the world works. But why does the world work that way?

Step by step Celestia continued her journey down into the heart of the mountain. Her muffled hooves made no noise. She walked by two more dusty alcoves, which contained two more grimy statues. The third statue depicted a stallion who held a cloud in one hoof and a lightning bolt in another. He wore a look of pride. The fourth figure was holding nothing at all; instead the stallion simply looked up at the sky. He had the moon for his cutie mark.

The final alcove, though, was empty. All

that remained of it were a few crushed bits marble and a fine white powder. This stallion had been the leader of the Five – in fact, he had ruled over all of the world. He was the one who had created the cursed plan to begin with. It was his laughter which haunted her dreams.

Celestia had been able to resist destroying the other statues, but this one was more than she could bear. She had given in to her rage long, long ago. That was why she couldn't remember what he looked like – the statue had been the last record of her father's form.

He had meant well, in a way. He wanted to guarantee that his line would continue to rule over the world forever, and he achieved that. Thanks to him, Celestia's reign had been secure for a millennium. But she could not bring herself to forgive him. *He wasn't even*

sorry! Even at the end he refused to express any regret for what the Five had done.

Celestia finally reached the end of the stairs. The stairwell emptied into an enormous room. In fact, it was more than a room; it was a cavern. Even though it was steeped in shadows, the princess could feel the evil that lingered in the air. The room remembered what had taken place there.

The white alicorn fired a bolt of magic into the air. It soared up into the air and then stopped, and began radiating a brilliant white light. The miniature sun lit up the cave and drove the darkness away.

The circular cave was quite large. Its floor, walls, and ceiling were made of polished granite. Even now, after all this time, Celestia could still see her reflection in it. The room contained not a single speck of dust. Everything was in perfect condition, just as it

had been on the day that darkness lost.

Her father had hated the darkness. He hated the way that Nature set the sun each night and covered the land in shadow. The night was his enemy – one forced upon him by an uncaring world that acted on its own accord. *And my father always, always defeated his enemies.*

There was only one thing left in the room: thousands upon thousands of broken shards. The princess had never been able to figure out what they were. Even Starswirl the Bearded, after years of study, was unable to find a definitive answer. The shards weren't rock and they weren't crystal. They were all colors of the rainbow, and they refracted light in dazzling ways. They almost appeared to be fragments of frozen light, but that was surely impossible. Starswirl thought that they might have been something more fundamental –

perhaps something older than the universe. Whatever it was, nothing else like it had ever been found.

Celestia stood there for hours, staring at them. She finally levitated a fragment off the ground and looked at it. It was an irregular shape, about three inches long and half an inch wide. The color that was trapped inside it changed, depending on the way it was turned. It was maddening. How could you understand a thing when its very nature constantly shifted?

The princess threw it across the cavern and fell to the ground. She let out a shout of anger and pure frustration. She desperately wanted to put the pieces back together again – but she couldn't. After a thousand years of trying she was still no closer to an answer than she had been that fateful day when it happened.

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She remembered it like it was yesterday. She heard the terrible crashing sound – a noise that sounded like time itself was being torn apart. Not only did she hear it, but she felt it. *Everypony* had felt it. The crashing, jarring echo reverberated throughout the entire world. It was like nothing she had ever experienced, before or since. She could feel in her soul that something had been unmade.

A very young Celestia had raced down the stairs as fast as her hooves could carry her. She had known the Five were doing something; what it was, she didn't know. She was young, after all; still only a filly. It really wasn't her business – and besides, she trusted them.

In fact, all the living races in the world

trusted them. They were alicorns, after all – the greatest of all the pony races. They had the strength of earth ponies, the wings of pegasi, the magic of unicorns, and the combined wisdom of all the races. They were the best of the best.

When Celestia reached the bottom of the stairs she looked around in bewilderment. There, on the floor of the cave, were the shards. Around them stood the Five, who looked quite pleased with themselves. Four of them were congratulating themselves for what they had just done. The fifth – her father – was laughing.

“What was that terrible noise?” Celestia asked, terrified. “Did something break?”

“It certainly did,” he said, laughing yet again. “We did it, my dear daughter. We broke it. We unraveled Nature itself, and it can never be put together again. We have laid a

new foundation for the world, and nothing will ever be the same. Nature's darkness will no longer be able to defeat the light. Now the night will be forced to bend to my will. It's a new day, darling – literally. Welcome to the Age of the Sun.”

* * * * *

Her father was right: after that, nothing was the same. It took some time for Celestia to realize what the Five had done. In the days that followed the citizens of the world noticed that the sun no longer rose in their kingdoms. It stayed at a fixed point in the sky and did not move. In the farthest parts of the world the night stretched on, day after day. The weather there grew colder but the seasons did not change.

When the nations began to panic and

demanded answers, the Five told them what they had done: they had shattered Nature itself and given themselves magical power over the world. The sun would no longer rise on its own; it now had to be raised magically – by one of the Five. Without them there would be no light. The rain would no longer fall on its own either; the weather cycle had been shattered, and depended on the Five as well. Even the animals could not live without them, for their life cycles depended on the Five's magic. The entire world was now under their control.

Oh, the nations could resist – if they wanted. But how long would they last without the sun? How long would they survive without rain? The Five told them that they had to surrender. Any nation that refused to submit to their dominion would be turned to dust.

The Five surely thought they were invincible, Celestia thought. Each one of them controlled a different element of Nature, so all of them were indispensable. Or so they thought.

* * * * *

Alicorns were known for their friendship. They were famous for spreading peace, love, and harmony. That is why the two sisters had been asked to reign over Equestria – it just made sense. Or so the history books taught.

Starswirl was the one who had discovered where Celestia and Luna were hiding. They were the last of the alicorn race, and the only ones to survive the Purge. The two sisters had wisely chosen to flee after their father's ultimatum. The Five may have thought they were invincible, but Celestia

knew better. Even as a filly she knew the consequences of breaking the world's harmony.

The sisters did not want to come back, but Starswirl told them the world needed them. The magic of the Five could not be undone. Even though they were now gone, Nature was still broken. The ponies tried desperately to keep the planet alive, but it was a failing effort. Raising the sun was just too taxing. It took the combined might of five unicorns to raise the sun, and that act drained them of magic for life after just a short period of time. It would not be long before the last unicorn was drained, and when that happened the sun would be stuck in the sky forever – and all life would die.

The world needed alicorns again – alicorns to raise the sun and the moon. Alicorns to unite the pony tribes and restore

harmony to the shattered world. Alicorns to rule – just as the Five wanted.

Starswirl promised that he could make it easier for them. He could cast a spell that would make the world forget how it had been broken. He could even cause Celestia and Luna to forget the past for a time, so they could reunite the world without the terrible knowledge of how it had been broken in the first place.

Celestia and Luna could not stand by and do nothing while the world died. They agreed to help, and so the new nation of Equestria was born – on top of the ruins of the old one. The history books were written to tell the story that Starswirl wanted to be told. But the nightmares could not be kept at bay forever.

The new Princess of the Sun had tried her best to fix the world. Even after she was forced to banish Luna she kept on trying.

From the Castle of the Two Sisters she and Starswirl cast a spell that should have mended Nature. It *should* have – but it didn't. Instead it turned the Everfree Forest into a realm of nightmares. Yes, it was true the weather once again operated on its own there and the animals tended to themselves – but the darkness was thick, and the shadows were full of evil. What had once been a place of wonder was now cursed. The Tree of Harmony was now the only thing that kept the darkness in those woods from engulfing the entire world – a darkness that she had accidentally created.

That was the last time Celestia tried to fix the problem with magic. The only possible solution was to put the shattered shards back together again – but that was beyond the skill of every pony who ever tried. The world, it seemed, could not be fixed.

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It's almost time, Celestia thought. Time to raise the sun once more.

Celestia walked back up the winding stone stairs and out of the basement. She walked down the marble hallways and past the regal pony guards, who were dressed in shining gold. If any of the guards noticed her slippers they didn't comment on them.

The Princess of the Sun walked out onto her balcony and looked over her kingdom. In a few moments the weather pegasi would get to work, moving clouds into position for a summer rainstorm. Then, when the time came, other ponies would lead the birds south for the winter. Ponies would guide animals on their migrations, then change the seasons.

The entire world was waiting on Celestia to start the new day. Only the pony race could control the celestial bodies, and all sentient creatures knew it. True, occasionally an insane race like the changelings would challenge ponies and attempt to eradicate them, but no one else ever dared to do so – despite their muttered threats. Ponies were simply too integral to the world. They were too important. Everything depended on them – just like her father wanted. The pony race would rule over the world forever, and an alicorn would always reign supreme.

Celestia hated it. She hated it with a passion – but she could not change it. Nor could she afford to dwell on it any longer. The night was over, and it was time to raise the sun.

Chapter 1

IT HAD BEEN SIX WEEKS since Trixie Lulamoon defeated the Necromancer and saved all of Equestria from his army of undead spectrals. After a grand celebration in Canterlot, Twilight Sparkle took Trixie back home to Ponyville and invited the blue unicorn to live with her in her crystal castle. Trixie was very hesitant to do this; she had been living with Fluttershy since Celestia appointed her as the leader of the Elements, and she didn't want to hurt Fluttershy's extremely sensitive feelings. However, Twilight pointed out that Trixie was the Element of Magic now. Since the castle's map and throne room had accepted her as one of the Elements, it was only right and proper for

her to take the position she had earned. Trixie's cutie mark was now embedded in the very same throne that had once belonged to Twilight, and the princess insisted that the castle was every bit as much Trixie's as it was hers. So Trixie reluctantly agreed to move in.

As the weeks went by and the two ponies settled into their new roles, Twilight hoped that Trixie would come to enjoy living in Ponyville. Sadly, that did not happen. Trixie remained moody and distant despite the best efforts of her new friends. She willingly studied under Twilight and tried to learn everything there was to know about magic, but outside of her studies Trixie largely kept to herself. She even tried to avoid being around the rest of the Elements – except for Rainbow Dash, who proved impossible to escape. Rainbow kept her word and stuck by her side every waking hour. Trixie didn't really

like the constant attention, but she was reluctant to say anything. She knew that Rainbow felt guilty about killing her and was just trying to make up for it. It was awkward, but Trixie hoped that Rainbow would soon get bored with it and go back to being her old self.

Meanwhile, Twilight grew increasingly concerned that Trixie was only growing more unhappy as the days went by. So one fine morning she told Trixie that the two of them were going to go off, all by themselves, on a special expedition into the heart of the Everfree Forest. What Trixie didn't know was that Twilight just wanted to spend some time alone with her to find out what was wrong with her friend. As Twilight was about to discover, though, she picked the wrong day to reach out to Trixie. That particular day would be anything but peaceful and relaxing.

* * * * *

The dark and sinister Everfree Forest spread out for miles, as far as the eye could see. Ancient, gnarled trees grew high into the air and blocked out the sun with their twisted branches and thick leaves. At the base of the trees was a thick layer of vines, underbrush, and thorns. Equestria was full of inviting forests that were a delight to spend time in, but the Everfree was not one of them.

There were few paths that led into the forest, for most ponies would not dare to set hoof in that dreadful and dangerous place. Yet, despite the infrequent traffic, there were a couple dirt roads that snaked their way through the underbrush. How they were maintained, no one could say; perhaps it was a special kind of magic, or perhaps the forest

itself created the paths as a way to lure unwary ponies to their doom.

Most ponies were intelligent enough to avoid those rather uninviting paths, but there were a few who rushed in where wiser minds feared to tread. Two foolish ponies had chosen to walk down one of those dirty, rocky trails on that fateful and unforgettable day. Trixie Lulamoon, magical unicorn and Element of Magic, walked closely beside Princess Twilight Sparkle. The path Twilight had chosen led deep into the heart of the forest – a place that Trixie very much wanted to avoid. Twilight, though, walked the path with confidence. She had been into the forest many times and had always emerged alive. (True, she had once been turned into stone by a cockatrice, but she doubted that would happen again.) Twilight wasn't afraid of what might be hidden in the shadows – but then,

she was a powerful alicorn princess who was feared by pretty much everypony. Trixie, though, was just a unicorn. She wasn't used to battling angry trees and whatever other nightmares lay hidden just out of sight.

"Trixie does not like this place," she said at last. "Not one bit."

"I can't say that I blame you," Twilight replied. "After all, the last time you were in this forest the Necromancer killed you. Are you still having those nightmares?"

"Sometimes. Not as much as Trixie used to, though. Luna has been helping me have happier dreams. She's been very nice to Trixie."

Twilight smiled. "Luna is pretty amazing, isn't she? I'm glad you've been working with her. I'm also sorry that you had to go through that terrible ordeal all by yourself. I know that my friends weren't much help to you."

“Your friends hated Trixie,” the unicorn said quietly. She didn't say it bitterly; she just said it. “All of them hated her. They wanted to kill her, and Rainbow Dash finally did. It was a bad time.”

“But it's all over now, right? After all, you fixed everything! You defeated the Necromancer and you restored all of the Elements of Harmony back to their old selves. No pony is gray anymore. The world has been set right and everypony loves you. No one hates you and no one is out to get you. In fact, Rainbow Dash is so sorry about what she did that she pretty much lives in your shadow. I was sure she would have gone back to her old life by now, but she hasn't. I've never seen so much loyalty in all my life.”

Trixie sighed and looked away. “Rainbow Dash just feels guilty. The only reason she's being so nice to Trixie is because she thinks

that if she helps me enough, she'll eventually feel better about herself. Only it hasn't worked, so she keeps trying harder. Trixie has tried to talk to her but she won't listen."

"I think you're right. Maybe we both need to talk with her."

"That would probably be best. Trixie is sure she will listen to you. After all, everypony listens to you. The whole world loves you, Twilight. They're so glad that you are alive again. Equestria is happy and peaceful because you are here. They were very, very upset when you were gone."

"Yes, I guess that's true. The whole world is happy now – except for you. That's the one thing I don't understand. I mean, you did it, Trixie! You saved Equestria and you proved that you really are great and powerful. You are a national hero. What could there possibly be to be unhappy about?"

Trixie looked at Twilight, and then looked away again. She didn't respond. The unicorn just stared into the shadows, as if she didn't want to talk about it. The whole subject was clearly painful to her – but Twilight wasn't going to let this go.

The princess stopped walking and put a hoof around her neck. “Look, Trixie, it's just you and me here. We're all alone. I sent Rainbow Dash off on an errand to Canterlot and didn't tell her where we were going, so she's not going to suddenly show up or anything. There's nopony around for miles and miles. You can talk to me, Trixie. It's safe. Nopony else will overhear you, and I really want to know what's going on. I want to know what's bothering you so that I can help you. I don't like seeing you all sad and depressed. So what's wrong?”

Trixie stopped and looked at Twilight.

"You know, for being such a smart pony, you're really not very smart sometimes."

Twilight frowned. She removed her hoof from around Trixie's neck and stepped back. "Say what?"

"I didn't mean it like that," Trixie said hurriedly. "But really, Twilight, put yourself in my hooves for a minute. Before you died I was a happy, self-centered pony who thought she was the greatest pony in all the world. I spent my time touring, showing off, and tricking other ponies into liking me. It might have been shallow and stupid, but it was a pretty great life and it made me happy. I may not have had any real friends, but I was happy. Well, mostly happy."

"Then everything changed. I went to the Griffon Kingdom, and I would have been killed there if you hadn't saved me. Then I had to watch you die, which was traumatizing. Then

I had to go to Canterlot and explain to Celestia why I let you die, which was even more traumatizing. Celestia hates me, Twilight. She really, really hates me. She begged the Elements to kill me to get revenge for your death. That was pretty traumatizing too.”

Twilight interrupted. “But Celestia said she was sorry! She gave you a wonderful eulogy at your funeral. I know that you were dead at the time and couldn't hear it, but it was really pretty moving. She genuinely feels bad for what she did.”

“Trixie does not believe that,” Trixie said firmly. “You don't understand – you weren't there. Everypony hated Trixie. Celestia, your friends – they were all united in hating her. Only Luna and your brother stood by her side. It was awful. For weeks Trixie had to live with all that hate, and it hurt, and every day it hurt a little bit more. It still haunts her, and she

cannot forget it or pretend that it never happened. Sure, you say that everything is different now, but it's not that easy. How does Trixie know that things really are different? All Trixie has seen are words – empty, easy words. When things get bad and Trixie's life is on the line, she does not believe that anyone will be standing there with her. If danger arises again, things will just go back to the way they were before. That is why Trixie is so depressed.”

“Trixie needs to stop talking about herself in the third person,” Twilight said. “That got old a long time ago.”

“Sorry. It's a hard habit to break. But don't you see? Everything is different now, but everything is not better. I don't want to be the Element of Magic. You were good at it, Twilight. You are powerful and strong, and you've read thousands of books, and you

know practically all there is to know about magic. It made perfect sense for you to be the Element of Magic – but I am a stage magician. I don't have your knowledge or your raw power. When I had to go up against the Necromancer I realized for the first time in my life that I was neither great nor powerful, and that knowledge completely shattered me. The Necromancer actually killed me, Twilight. The only way I was able to defeat him was by pretending to be you, and even then I still got killed. Being the Element of Magic is absolutely terrifying. Don't you see? All of the other Elements – Rarity and Rainbow Dash and all the rest – wanted me dead a month ago. Why in Equestria would I be happy about having to work with them, and having a job that I know I cannot do? There is nothing about my life that I'm happy with. Why wouldn't I be depressed? Only a crazy pony

would be happy about all this.”

“Oh,” Twilight said. She started to say something else, but she was at a loss for words. Twilight finally realized that she had completely misjudged Trixie. Her friend wasn't doing just fine; instead she was broken. The pain of her battle with the Necromancer had torn her apart, and nopony had bothered to put her back together again. Trixie was in great pain, and she felt utterly alone and helpless.

Tears formed in Twilight's eyes. “I am so sorry, Trixie. I had no idea you felt that way. I guess I had just never thought about it that way before. I really thought you were doing ok for the most part. Are you saying that you were actually happier when you traveled around and did magic shows?”

“I wasn't vulnerable then,” Trixie explained. “My life wasn't in danger. If one

show didn't pan out then I could just go to the next city and do another one. No lives were on the line and nopony really expected anything of me. In those days I actually believed that I was great and powerful. Even after the incident with the Ursa Minor I still believed it. Now I know that I am weak and helpless, and you are the great and powerful one. The truth is I'm nothing special at all."

"That is not the truth," Twilight said firmly. "You did what nopony else could do – you saved Equestria from the undead. Even Celestia herself wasn't able to do that! Without you the Elements would have failed and everypony would be dead right now. You are an amazing pony, and you are the Element of Magic because you earned it. I admit it's a difficult and somewhat scary job, but I will be by your side to help you see it through. The two of us are going to tackle it together."

You're not in this alone.”

“Thanks,” Trixie said.

Twilight waited for a few seconds, hoping that Trixie would say something else, but she didn't. Trixie just turned away from Twilight's gaze and looked down at the ground. Twilight couldn't tell if Trixie felt any better or not, but she hoped that she did. Twilight hated seeing any of her friends be so unhappy.

Twilight suddenly had an idea. She knew what would cheer Trixie up. “Speaking of happiness and saving the day, do you think you could do me a favor? Rainbow Dash told me that you do a really great impression of me, and I would love to see it. Do you think you could turn into me?”

Trixie immediately face-hoofed. “Twilight, I try not to do that anymore. Turning into other ponies and pretending be someone you're not is a great way to lose

everypony's trust. Besides, I only turned into you that one time, and the only reason I did it was because there was no other way to defeat the Necromancer. It was the only option that I had."

"I know, I know, and I'm not upset with you. I think it was a really clever idea! I would never have thought of it. But I would love to see your impression of me. Please?"

"Oh, come on, Twilight! You know how to do that spell. After all, I learned it from a book in your library; it's part of changeling magic. You can turn into me just as easily as I can turn into you. In fact, since you have alicorn magic, you could probably do an even better job than I did."

"But I'm not a performer," Twilight pointed out. "I might be able to look like you, but I could never convince anypony that I was actually you. You know how to pull off the

character, and that's something I can't do. Will you please do it? For me?"

When Trixie hesitated, Twilight waved a hoof around. "Look, we're in the middle of a very scary and frightening forest. There's nopony else around but you and me, so no one will see you. You're not tricking anypony; I'm asking you to do this. Please?"

"Fine," Trixie said reluctantly. Her horn glowed a brilliant blue color, and a moment later her appearance changed. Trixie's coat turned purple, her cutie mark changed into a magenta star surrounded by five tiny white stars, and a pair of beautiful wings sprouted out of her sides. She looked exactly like Twilight Sparkle. An outside observer would have found it impossible to tell the difference between them.

"Hi!" Trixie said cheerfully, perfectly mimicking Twilight's voice. "I'm the Princess

of Friendship! I'm Celestia's favorite student and I'm loved by everypony. I like to read incredibly boring books about incredibly boring subjects, and I have a tendency to snore at night. Like really, really loud. It annoys other ponies sometimes."

Twilight burst out laughing. "I do not snore! Not that badly, anyway. I mean, seriously."

"How would you know? Trust me, you do snore. Remember, I sleep in the bedroom that's right next to yours and I can hear everything. I don't know how Spike ever got any sleep when the two of you lived in that tiny treehouse. That sort of thing must not bother dragons."

Twilight interrupted her. "Hey, I've got an idea! Hold still a minute, will you?"

The alicorn's horn lit up and began to shine with a radiant purple light. Trixie looked

nervously at her friend. "What are you doing? You're not mad about the snoring thing, are you? Do you want Trixie to take it back? Please, please don't turn her into an orange."

A bolt of magic shot out of Twilight's horn and struck Trixie. To Trixie's surprise, it didn't hurt; instead it felt a bit tingly. She wasn't tingly all over, though; it was only her wings that felt funny.

Her wings! That's when it hit her. The wings she sprouted when she turned into Twilight were just magical constructs; they were part of her disguise. Trixie didn't actually have wings and couldn't feel them. But yet, despite that fact, she could feel them now. At least, kind of. She felt something.

Trixie experimentally flapped her wings. To her surprised she lifted off the ground. "What did you do?" she shrieked.

"I gave you a solid pair of wings," Twilight

replied, grinning. “Oh, they're not permanent – I'm afraid I don't know how to do that. This magic should actually be familiar to you; it's the same spell you used on Rarity that one time the two of you were trapped on top of that tower. Rarity still talks about that, by the way. To this day she can't believe that you were willing to do that for her. Only one of you could get wings and fly to safety, and instead of keeping them for yourself you gave them to her. That was really generous of you.”

“Trixie wasn't going to let any more Elements die for her,” the unicorn said, as she flapped harder and flew higher off the ground. “One was more than enough. Besides, Rarity saved Trixie and got her to safety, so we're even. Is this really what it's like to have wings?”

“Pretty neat, isn't it? They'll last for a few days and then they will dissipate. Try not to

be in the air when that happens. Oh – and don't fly too near the sun, either. The wings are kind of delicate.”

“Got it,” Trixie replied. She carefully landed back onto the ground.

Trixie energized her horn to transform herself back into her normal look – but nothing happened. Puzzled, Trixie cast the spell again, but her form did not change. She still looked exactly like Twilight.

Trixie stared at Twilight with a look of panic in her eyes. “Why can't I turn back into myself?”

“Um, I'm not sure. Let me try.”

Twilight fired a bolt of magic at her friend, but nothing happened. Trixie's disguise remained stubbornly in place. Twilight tried twice more but the magic had no effect.

“It must be the wing spell,” Twilight said

reluctantly. "The wing transformation must have somehow interacted with your disguise. When it gave solidity to your wings it must have done the same thing with the rest of your look. I'm afraid you're going to look like me for the next few days. Sorry about that."

"I'm what? This is terrible! Do you know what other ponies are going to do if they see me like this?"

"It will be fine," Twilight assured her. "I'll tell everypony that it was my fault. It wasn't anything that you did. They will understand."

"They will not understand at all," Trixie said sourly. "Trixie will just remain here in the forest until it wears off. Maybe she will get lucky and the bears won't eat her. What are we doing out here, anyway?"

"I just wanted to spend some time with you. This path will take us to the Castle of the Two Sisters. Have you ever had a chance to

see it? It's actually a pretty neat place! I figured we could hang out there for a while. You know, just the two of us. As friends. Without Rainbow Dash."

"Isn't that the place where Trixie died?" Trixie asked.

Twilight immediately froze. "Oh. Well, I guess there is that. I knew you had died in the forest, but I didn't realize – I mean – look, I'm sorry. I guess I didn't think this through. You're right; sometimes I guess I really am kind of dumb. I wanted to help you relax, not give you more nightmares. Maybe we should just forget the whole thing and go home."

"It's fine," Trixie said hurriedly. As much as she hated being in the forest, she wasn't sure if she could stand spending any more time with Rainbow Dash. "Don't worry about it. The castle sounds like a nice place. Let's go take a look. It'll just be the two of us, right?"

“Right. Just you and me.”

The two ponies resumed their walk down the winding road that led through the Everfree Forest. The sinister nature of the forest was soon forgotten as the friends began chatting about Ponyville, friendship, and magic. After a brisk half-hour walk they came to the end of the trail. Ahead of them was the ruins of the Castle of the Two Sisters. Standing right in front of the ruins, at the end of the path, was a large white alicorn.

Trixie was the first one to speak. “I thought you said it was just going to be the two of us!”

“I did,” Twilight replied, confused. “I have no idea what Celestia is doing here. I promise you that I did not invite her to join us.”

“Then why don't you go figure out what is going on. I'll go hide in that cloud up there until she's gone.”

“Come on, Trixie, you don't need to hide. Celestia is fine now, remember? She doesn't hate you anymore!”

“Celestia will always hate Trixie,” Trixie said stubbornly. “You weren't there, Twilight. You didn't hear what she said, and you didn't see what she did. I'm going to go hide until she's gone. Let me know when it's safe to come out.”

Trixie flew up into the air and disappeared into the cloudbank. Twilight sighed, shook her head, and went to go talk to Celestia.

Chapter 2

TRIXIE RESTED ON TOP of a large bank of clouds and looked down at the Everfree Forest, which stretched out below her. To the left she could see the ruins of the ancient Castle of the Two Sisters. The crumbling stone buildings were far more extensive and impressive than she imagined. She could understand why Twilight wanted to bring her here; there was clearly a lot to see. If the ruins weren't in the middle of an evil forest that was filled with murderous monsters, it could easily have become one of Equestria's most popular tourist destinations. As it was, though, only a pony as crazy as Twilight would dare to visit the place.

Well, Twilight *and* Celestia, apparently.

But what was Celestia doing here? She had abandoned this castle a thousand years ago, after she banished her sister Luna to the moon. Why come back now?

Down below she could see Twilight approach the Princess of the Sun. Trixie couldn't hear what they were saying from this distance, but she considered that to be a good thing. She knew exactly what Celestia thought of her and she didn't want to be yelled at again. The last thing she wanted was to talk to her. Those conversations always ended in disaster.

The situation wasn't all bad, though. Trixie had to admit that it was kind of nice being on a cloud. Clouds were incredibly comfortable. The mere act of laying on one, rolling around and snuggling into it, was beginning to relax her. *No wonder Rainbow Dash takes so many naps*, she thought to

herself. *Trixie would too if she spent all her time on one of these!*

As Trixie laid on her back and stared up into the bright blue sky, a beautiful rainbow streaked across the horizon and headed straight for her. Trixie instantly face-hoofed and struggled to stand up. She knew exactly who it was. She had been spotted, and it was too late to hide.

The bright rainbow streak made an arc in the air and landed on the cloud right next to her. "So that's where you are," Rainbow Dash said, panting. "I've been looking all over for you! Why did you run all the way out here, anyway? What's up with that? You do remember that the Everfree Forest is bad news, right?"

"Twilight wanted to spend some time with Trixie," Trixie explained. "Some *alone* time. *Without* you. You've kind of been

crowding Trixie lately, Rainbow Dash. No offense or anything.”

“That's just because we're such good friends,” Rainbow Dash replied. “So where is Trixie, anyway? I found you, Twilight, but I don't see Trixie anywhere. You didn't get her lost in the forest, did you? Did she wander off again?”

“I'm Trixie,” Trixie said hurriedly. “I'm just disguised to look like Twilight. She wanted to see my imitation of her so I switched, but now I can't switch back. I've tried undoing the spell but it seems to be broken or something, so I'm stuck looking like Twilight for the next few days. But I promise you that I really am Trixie.”

Rainbow Dash laughed. “Oh, sure you are! Nice one, Twilight. I would never have pegged you as a prankster. But look: if you want to pull off a prank, it has to be realistic – and we both know that Trixie can't fly. Her

wings are just magic, remember? Only a real flier could be sitting on a cloud, which means that you are *not* Trixie. Besides, Twilight would never want to spend time alone with Trixie! I've seen the reports that you've been sending to Celestia, and I know what you really think of her. You can be honest with me."

"What reports?" Trixie asked.

"You know – the progress reports! I've got friends in Canterlot, you know, and they tell me everything that's going on there. You've been sending regular reports to Celestia to update her on the progress you're making in training Trixie. I've heard all about how slow and weak Trixie is. You don't think she has any magical potential. She's just not cutting it, and it's frustrating you all to pieces. You've tried to get her enrolled into Celestia's special magical school *three times*, just to get

her out of your mane. Being near Trixie is driving you crazy.”

Trixie felt like somepony punched her in the gut. All the joy rushed out of her life. She felt betrayed and deeply hurt. *Is that really what Twilight thinks of me?*

“Now don't get me wrong,” Rainbow Dash continued. “I know where you're coming from. Trixie just doesn't really fit in with the rest of us, you know? We don't have anything in common with her. You're all about magic, and Trixie's magic is terrible – everypony knows that. Even I know that, and I don't know anything about magic! As for me, I'm a flier, and Trixie can't fly. Rarity makes dresses, and Trixie doesn't know the first thing about fashion. Fluttershy cares for animals, and animals make Trixie really uncomfortable.”

“That's not true,” Trixie said defensively.

She was trying really, really hard not to burst into tears. “Trixie thinks some animals are nice.”

“Oh, give me a break! Fluttershy told me all about what it was like to have Trixie live with her. Trixie was terrified that the bears were going to eat her or something. She is just not an animal lover. She's no good at farming either – Applejack told me what happened when she tried to use her magic to pick apples. That, shall we say, was not a success. That just leaves Pinkie, who is great at giving parties. Now, Trixie does have some talent there – she and Pinkie make a great team. But Pinkie is a happy, bouncy pony, and Trixie has been in a bad mood for pretty much her whole life. So there's not a lot of good synergy there, you know?”

“Trixie has been through a lot,” Trixie said bitterly. “She's in a lot of pain. She is not in a

happy place.”

“Hey, no need to get all snippy. We're all friends here, you know.”

But Trixie couldn't take it anymore. She jumped off the cloud and soared down to land beside Twilight Sparkle and a very surprised Celestia. Trixie collapsed into the dirt and burst into tears.

“Trixie, what's wrong?” Twilight exclaimed. She rushed over to her and tried to put a wing around her, but Trixie just pushed her away. The unicorn began to cry even harder.

Rainbow Dash landed a split second later. Rainbow looked at Twilight, and then at Trixie. When she saw that there were two ponies who looked exactly like Twilight, the reality of what just happened began to dawn on her. “Please, please tell me that *you're* Trixie,” she said desperately.

Twilight shook her head. "No, I'm Twilight. The crying one is Trixie. Why? What did you tell her?" A feeling of panic came over Twilight. "Rainbow Dash, *what did you tell her?*"

"That you hate Trixie!" Trixie screamed. "That you *all* hate her and think she's stupid. That you wish none of you had ever met Trixie. That you all want her to go away and get out of your lives. That you have been patronizing Trixie and wish she was still dead."

"That's not what I said!" Rainbow Dash exclaimed.

Twilight and Celestia glared at her. Rainbow Dash backed up a step. "All right, maybe I kinda said some of those things, but not in those exact words. But I didn't know that pony was Trixie! Honest I didn't. She looked like you, Twilight! I thought she was

you.”

“I *told* you I was Trixie,” Trixie shouted. “I told you!”

“I, um, didn't believe you. I mean, for crying out loud, you were on a cloud! What was I supposed to think?”

Celestia spoke up. “Twilight, why does Trixie look like you?”

“A spell kinda went wrong,” Twilight explained. “I was trying to give Trixie a pair of temporary wings so that she could experience flight, but it didn't work out the way I planned. Trixie is stuck this way until the spell wears off.”

Celestia sighed. Her horn lit up, and she fired a powerful bolt of white magic at Trixie. The unicorn's disguise immediately vanished. She returned to her normal blue self – but her wings remained.

Trixie ignored the princess. She kept

crying.

“Thanks,” Twilight said. She continued to stare at Trixie. She wanted to make her friend feel better, but she was at a complete loss. The alicorn knew that a hug and a few kind words wasn't going to fix the problem this time. “I, um, didn't know the spells would interact that way.”

Celestia knelt down onto the ground and tried to look Trixie in the eye. “Trixie, I don't know what you were told, but I promise you that you are loved and cared for. I meant the things that I said at your funeral. You are truly a hero, and you are held in high esteem. Not just by me, but by many all over the nation.”

“That's not true!” Rainbow Dash said. “You're lying! You hate Trixie and want to kill her.”

“Rainbow Dash!” Twilight shouted. “What has gotten into you?”

“Celestia is lying. The whole reason she's here is because she wants to open the Vault of Shadows. A friend of mine in Canterlot told me all about it this morning when I was running that stupid errand for you. Do you know how you open the Vault? With a sacrifice – a *pony* sacrifice. Celestia even brought the stone dagger with her, which she's going to use to kill Trixie so she can open the Vault.”

Twilight glared at her friend. “Rainbow Dash, that's completely ridiculous. There's no way Celestia wants to open the Vault! That would be crazy.”

“Then why does she have the dagger? Huh? Answer me that!”

Twilight started to say that Celestia didn't have the dagger – and then she stopped. Celestia unsheathed a long stone sword, which she had been carrying by her side.

“Rainbow Dash is partially correct,” Celestia admitted. “I do indeed have the stone dagger, and I am planning on opening the Vault of Shadows today. That is why I asked Twilight to lead Trixie here, and that is why I am here now.”

“Seriously?” Trixie screamed. Tears ran down her face. She was literally shaking from anger and pain. “Twilight, did you bring me here *to kill me?*”

Twilight looked shocked. “Of course not! That's completely ridiculous. Celestia did suggest that I take you here, but she never said anything about joining us, and she certainly isn't going to hurt anypony. Isn't that right, Celestia?”

“I am not going to kill you, Trixie,” Celestia said firmly. “Nothing could be further from my mind. Twilight speaks the truth.”

“Oh yeah?” Rainbow Dash said. “You

tried to kill Trixie a month ago, remember? Why, you all but begged me to wring her neck. You've had it in for Trixie for a long time. This is finally your big chance to murder her, isn't it? You got it all planned. You're going to do it here, out in the middle of the woods, where nopony will ever know about it. Only you figured wrong, princess. I'm here to protect Trixie and I'm not going to let you hurt her."

"I can't believe this," Trixie said. She was so upset that she found it difficult to breathe. "I should never have agreed to go on this stupid, stupid nature hike. What was I thinking? Why did I trust any of you?"

"Stop it!" Twilight shouted. "Rainbow, can't you see you're making things worse? You're terrifying Trixie! What do you think you're doing?"

"What are you talking about? I'm not the

one who brought the stone sword thingy out here! I'm pretty sure *Celestia* did that. But you listen here, Celestia. I've got friends all over Equestria and they have their eyes on you. Your own guards don't trust you anymore. When the royal guards heard what you were planning they told the Wonderbolts, who told me. I've got a whole squadron of armed pegasi in Cloudsdale right now just waiting on my signal – and there's more where they came from. If Trixie doesn't make it out of this forest alive then *neither will you.*”

Celestia stared at Rainbow Dash coldly. “Are you threatening me?”

“All of Equestria is threatening you. No pony is on your side anymore. You see, you're the one who poisoned the whole country and turned us all against Trixie. You're the one who broke the harmony and let in the Necromancer. And now you've used Trixie's

friendship with Twilight to lure her to a deserted place in a dark and creepy forest. If nothing happens to Trixie then nothing will happen to you. But if you're up to no good then you aren't going to live long enough to brag about it."

"I am not going to hurt Trixie," Celestia repeated. "Yes, I do plan on opening the Vault of Shadows, and I do need this stone dagger to accomplish that. But I am not going to use it to kill Trixie – or to kill anyone, for that matter. There is more than one way to open the Vault."

"If that's true then you don't have anything to worry about," Rainbow Dash replied. The pegasus looked around and suddenly noticed that Trixie was gone. "Hey – what happened to Trixie?"

Twilight lifted a hoof and pointed. "She teleported herself to the courtyard over there

so she could cry alone. By herself. Away, you know, from all the ponies who are luring her into scary forests, and telling her that everypony hates her, and who might be planning on killing her sometime later this afternoon. Trixie has had a pretty bad day. I'm pretty sure she is never going to trust any of us ever again."

Celestia started to say something, but Twilight cut her off. "I'd like to point out that before you two showed up I was actually making progress. Trixie was happy and was starting to trust me. Now all that progress is gone and Trixie is a basket case again. If you two are trying to help then you are failing *really badly*."

"But—" Rainbow Dash started to speak.

Twilight quickly silenced her. "You've said quite enough – both of you! I'm going to go calm her down. Maybe what Trixie really

needs is to go hide somewhere, away from friends like the two of you.”

Twilight then teleported away, leaving Celestia and Rainbow Dash alone.

Celestia glared at Rainbow Dash. “I can't believe you would threaten me like that. Do you have any idea what you're doing?”

“It's not a threat, your highness – it's a promise. If you hurt a single hair on Trixie's head, the pegasi will revolt and put an end to your reign. There are whole armies out there right now that are just waiting on my signal. Your list of allies is *really* thin. I wouldn't try anything if I were you.”

Celestia looked surprised. “But don't the ponies of Equestria trust me? Don't they understand that I'm just trying to help them?”

“Not anymore. Not after all the things that you did, and not after you tried so hard to kill Trixie. You can't fix betrayal with mere

words, princess. It doesn't work that way. You haven't given anypony any reason to believe you."

"I see," Celestia remarked sadly. "I didn't know that."

And that is all that she would say.

Chapter 3

TWILIGHT SPARKLE REAPPEARED next to Trixie. The blue unicorn was staring dejectedly into a large puddle on the ground. Her face was stained with tears, but she had stopped crying. Twilight knew that even though the tears had stopped, Trixie's mood had not improved. The alicorn felt terrible about the way Trixie had been treated. She wanted to say something to comfort her, but she had no idea where to begin. Words somehow seemed futile. How do you repair a broken heart?

Trixie was the first to speak. She pointed a hoof at her reflection in the puddle. "Do you see how magnificent Trixie looks with wings? They look very good on her. Trixie would make

a wonderful alicorn. Maybe the great and powerful Trixie should become a princess and rule over all of Equestria.”

“I agree,” Twilight said gently. “That is actually the plan, you know. I've already talked to the princesses about it. In a few years Celestia and Luna are going to retire, and you and I will take their place. I am going to become the Princess of the Sun and will raise the sun each day, and you will become the new Princess of the Night. Celestia is going to turn you into an alicorn at the crowning ceremony, and Luna will give you some of her magic. Your cutie mark won't change, but you will gain power over the moon. I know you can't raise it into the night sky right now, but with alicorn magic I'm sure it'll be a lot easier.”

Trixie angrily slammed a hoof into the puddle of water. The water splashed out in all

directions. “Don't lie to me! Trixie remembers what you told Rainbow Dash. You said she was stupid and had no potential!”

“That is *not* what I said at all! Look. I admit that you don't have the same talent for magic that I do, and that probably isn't going to change. But that's because your talent lies in strategy and cunning. I have a tremendous amount of raw power, but I'm not a strategic thinker. You know how to achieve fantastic results without blowing up everything in sight. Since my strength is raw magical power, I tend to solve problems with brute force – and that's *not* a good thing. What I actually told Celestia is that *I need you*. I need your insight and your problem solving ability.”

Trixie looked at up Twilight. “You told her that?”

“I certainly did. Trixie, together we could make a great team. I may be a powerful force,

but I need guidance. I need somepony to tell me what to do, and to suggest an option that isn't 'zap them with magical friendship beams until they surrender'. You are a great strategist – you proved that in the way you defeated the Necromancer. Together the two of us would make wonderful leaders. We could protect Equestria – but it's going to take *both* of us. I can't do it alone.”

Trixie didn't say anything. She just stared at the ground.

Twilight wiped away Trixie's tears and hugged her. “Trixie, I know that making friends is hard. I know that you've lost trust in everypony, and it takes more to regain that trust than a few words. I understand that. But do you realize that Rainbow Dash has assembled an entire army of pegasi to protect you?”

“Trixie heard,” she replied.

“Do you know what that means? Rainbow is so concerned about your safety that she put together an *entire army*. Well, maybe army isn't the right word. Since they're pegasi I guess it's more of an air force, but you get my point. Those pegasi used to be loyal to Celestia but now they're loyal to you instead. They are actually willing to *fight Celestia* in order to protect you. Do you have any idea how much they must care about you to be willing to take that step? That's more than just words, Trixie! That is *action*. Those pegasi are putting their careers and their lives on the line – and they're doing it because they care about you.”

Trixie looked surprised. “I guess Rainbow Dash really is my friend after all. It's not just guilt that's driving her.”

“That's what I've been trying to tell you! We *all* care about you. We just haven't had a

chance to show it before now. Equestria cares so much about you that it's on the verge of revolt. Celestia is going to be lucky if she makes it through the day without getting arrested and thrown in prison. And it's not just the pegasi from Cloudsdale either. Believe me when I say that I love you and I care about you, and I'm going to be here for you no matter what. I will do whatever it takes to help you. You've already seen what I will do when it comes down to it, and nothing has changed. I know trust is hard, but I'm not lying to you. We have a bright future ahead of us. These hard times won't last forever. Things are going to get better."

Trixie looked up at Twilight. "Promise?"

"I promise," Twilight said firmly.

"All right. So does that mean we can send Celestia away now? I don't like her."

"I know you don't, and given your history

with her I don't blame you. But Celestia isn't here to hurt you. She needs our help – and what she's doing is important.”

“Do you know what she's doing?”

“Um, well, not exactly. But if it wasn't important she wouldn't be here. Celestia doesn't usually leave her castle if she can avoid it. There's no way she would ever visit the Everfree Forest if she had any other option.”

“Then how do you know she's not planning on sacrificing Trixie?”

Twilight wanted to tell Trixie that she was being incredibly paranoid and dramatic, but she decided this wasn't the right moment to have that particular conversation. Trust would come with time; she just needed to be patient. “Trixie, I promise I won't let Celestia hurt you. I know you don't trust her, but you can trust me. I'll be right here beside you the

whole time.”

Trixie paused to think. “If you are so certain that Celestia means Trixie no harm, then I have a proposal to make. Let's prove her intentions. That way there will be no more doubts or suspicion. The truth will finally come out, one way or another.”

“And just how do you plan on doing that?”

“By testing her,” Trixie replied.

* * * * *

A few minutes later Trixie and Twilight reappeared next to Rainbow Dash. “Sorry about that!” Twilight said cheerfully. “We had some things to discuss, but everything is good now. Trixie is feeling much better.”

“Right,” Trixie replied uncertainly. “Sure. Much better. Let's go with that.”

Rainbow Dash shook her head. “You two are *way* too trusting. I think we ought to forget this whole expedition and just go home. I don't like this Shadow Vault thing one bit.”

Celestia spoke up. “I assure you that this is a very urgent matter! This problem has tormented me for centuries, and my return here is long overdue. This cannot wait any longer – in fact, we have waited much too long as it is. Our task is not a difficult one. All we need to do is enter the cavern that lies below this castle, enter the Vault, and awake the Shadow Keeper. He will know how to reforge the broken shards and restore order to the world. Come with me.”

Celestia started to walk off, but Twilight refused to budge. “Hold on just a second! I'm not going anywhere until I get some answers. Who is the Keeper, what is the Vault, and how

is the world broken?"

Celestia stopped and glanced back at Twilight. "This is not the time for a history lesson! We need to move quickly, before it grows dark. The forest becomes a dangerous place once night has fallen."

Rainbow Dash frowned. "It sounds to me like you're trying to avoid the question. What is it you don't want to tell us? What are you hiding?"

The princess glared at Rainbow. "I am not hiding anything – but *you* are being incredibly rude. I assure you that I will explain everything after the Keeper has returned. In fact, he will be able to explain things better than I could, for he was directly involved with the Five. I actually have very little knowledge of what my father did. I was quite young at the time."

"Your father?" Trixie echoed. "How was

your father mixed up in this?”

“The Keeper will explain,” Celestia said.

Twilight spoke up again. “And how do you plan on waking him up? Are you really planning on stabbing some poor pony to death?”

“Of course not!” Celestia replied, irritated. “Yes, it is true there are some old, dubious legends about the Shadow Vault. One of them does say that the Shadow Vault can only be opened if a pony is sacrificed on the five-pointed star, but I am sure that is complete nonsense. My plan is to go down to the Vault, see what the situation is, and make our plans from there.”

Twilight frowned. “No offense, princess, but that legend is really stupid. I mean, a pony sacrifice? Really? Was the Shadow Keeper some incredibly evil pony overlord or something?”

Celestia shook her head. "Not that I recall. He was actually a kind, friendly pony. He tried to help me repair the damage that my father had done to the world."

"Then why would he require somepony to be killed just to open his vault? That is, like, super evil. It doesn't make any sense! That stone dagger *has* to be meant for some other purpose. If the Keeper is as nice as you claim then he can't possibly have intended for anypony to be killed."

Celestia stamped the ground in irritation. "Twilight, we're wasting valuable time here! Do you have any idea how much this problem has tormented me? Every night I am plagued with nightmares of the day my father broke the world. His terrible crime has haunted me since the time before my sister was banished, and with every passing year the burden grows heavier. I cannot stand to bear this burden for

even one more hour. The broken shards must be reforged, and it must be done *now*. I will not let anything stop me. I will do anything and pay any price to restore the world to the way it used to be.”

“Woah,” Rainbow Dash exclaimed. “You're getting kinda intense there.”

“And what about you?” Celestia asked. “You still bear the guilt of killing Trixie. How would you like to bear that guilt for a thousand years and be unable to do anything about it? What would you do if you were finally given a chance to make things right again?”

“I would take it, of course! Who wouldn't?”

“And that is precisely what I intend to do.”

Celestia started to march off, but Rainbow Dash flew in front of her and held up

a hoof. "Hold on just one second – I want to make something perfectly clear. If we do this and you *do* end up killing Trixie, you are going down. I promise you that I am *not* bluffing. You're not going to get out of that vault thingy alive."

Celestia sighed. "You're being ridiculous. Shall we get on with this? I don't remember even inviting you to be here."

"Which is precisely why I made it a point to be here in the first place! I'm watching you."

Celestia snorted angrily and marched off in a huff.

Trixie did her best to hide a smile. Seeing Rainbow stand up to Celestia like that made her feel a little better. Perhaps she really *did* have genuine friends after all.

* * * * *

The four ponies made their way through the ruined castle. No pony said anything. There was something about that place that made it feel like they were walking through a graveyard. Shadows seemed to linger around every corner, and a haunting breeze crept through the tall weeds. Words were somehow unnecessary – even to the point of being unwelcome. There was a sense of sadness and mourning in the air, as if something precious had been lost.

The courtyard was overgrown and in complete disarray, and the castle's tall towers were crumbling away into dust. A year ago Twilight and her friends had tried to clean up the ruin, but all traces of their efforts had been erased by the relentless growth of the Everfree Forest. The castle had been abandoned for centuries and it looked it.

Celestia led them through the courtyard and into the castle's old throne room. She then took them down a short hallway that led to a set of rickety stone stairs. After lighting up her horn to illuminate the darkness she led the group down the stairs. The staircase was surprisingly long; it wound around and around in a tight circle, leading deeper into the abyss. The clatter of their hooves striking the hard stone echoed in the confined space.

After what seemed like far too long, the staircase finally ended in a small basement. There were four ancient wooden doors – one in each wall. A thick coating of gritty black dust completely covered the floor. The air was thick, musty, and decidedly unpleasant.

“So which way do we go?” Rainbow Dash asked. “Also, just in case anyone cares, I'm taking notes of how we got here in case I have to go and get backup.”

Celestia ignored her. “None of those doors matter. What we need to do is reach the cavern that lies beneath the castle. In order to do that we must descend still further.”

The princess walked into the corner of the room and felt around in the dirt with her hooves. She finally uncovered a rusted iron ring. Instead of grasping it with her hooves, she stepped back and pulled on it with her magic. A large trapdoor slowly creaked open.

Rainbow Dash flew over and peered down into it. “Um, I’m not seeing a ladder or anything. That looks like a sheer drop for, oh, thirty feet or so.”

Twilight spoke up. “But all of us have wings, right? So we can just fly down. Who wants to go first into the creepy and unfriendly darkness?”

“I will,” Celestia said. “But be careful. This

crypt was built for the Keeper, and it was never a cheerful place even in the best of times. I fear that an ancient evil lingers there. Stay on your guard. Twilight, once we reach the ground I want you to cast a protective shield around us. I do not trust what lurks in the darkness.”

Twilight shook her head. “I think I'll let Trixie handle that. That sounds more like her kind of thing.”

Celestia looked surprised “What are you talking about? Our lives could be in danger down there, and I don't want anypony to get hurt. You have ten times the magical ability that Trixie will ever have!”

“Right. Well, you see, I'm feeling a little off my game today. Must be a side-effect of when Discord raised me from the dead. I've been training Trixie, though, and I'm sure she's got this. We can at least try it, right? If

something goes wrong then I can take over.”

Trixie suddenly spoke up. “That's right – I should be the one to handle this. I'll take care of it, princess. I can do a lot more than you think.”

Celestia was clearly irritated, but she said nothing. She just shook her head and flew into the shaft. Trixie flew down next, followed closely by Rainbow Dash. Twilight was the last one to descend. Her flight down was a bit unstable, but she landed without injury.

As soon as all four ponies reached the bottom, the blue unicorn cast a spell and surrounded them with a glowing protective sphere. Celestia reached out and touched it to verify that it was solid. She eyed Trixie critically but didn't say anything.

“I've got this,” the unicorn said.

“If you say so. Shall we continue?”

Ahead of them a gloomy passageway

stretched out into the darkness. It appeared to be a circular tube of some kind that had been carved out of a rough gray stone. It almost looked like an abandoned underground river – but if water had ever flown through it, the source had dried up long ago.

A thick, black mist hung in the air. When Celestia saw it she fired a bolt of white light down the passageway. The mist dissipated.

“Quickly!” Celestia whispered. She darted down the ominous passageway. The other ponies followed close behind her, taking care to remain within Trixie's protective shield.

Minutes passed, but the hallway did not end. The dreary circular passage seemed to stretch on forever. After a while it sloped downward. The ground beneath their hooves became rougher, and small boulders began to

appear. Since visibility was limited it was extremely difficult to avoid tripping over the rubble. The ponies eventually started flying instead of running – all except for Twilight, who continued to gallop along the ground.

Around them the sinister black mist began to reform. A dark cloud moved right in front of Trixie's shield, and seemed to deliberately obscure their view. Visibility dropped to almost nothing – and then they began to hear noises.

“Is that a tapping sound?” Rainbow Dash asked. “Are there some kind of bugs down here?”

Trixie spoke up. “Something's hitting against the shield – but whatever it is isn't hitting it very hard. It's like the mist is trying to test its strength.”

“We must hurry,” Celestia said urgently. “I fear that the Vault now knows we are

coming, and I cannot fire another bolt of magic while the shield is up. We need to reach the Cavern of Shadows as quickly as possible. We must not linger in this shaft. It isn't safe here."

Celestia was interrupted by a low moaning sound. Behind them an enormous black creature with glowing red eyes blinked into existence. The winged creature lunged at them and slammed into the back of the shield. The creature let out a howl of rage and pain. It then lifted up a dark paw and swiped at the protective bubble.

Rainbow Dash spoke up. "I think it's time to go, everypony! We've picked up some company and it's not very friendly."

The four ponies raced down the passageway as fast as their hooves could carry them. As quickly as they galloped, though, the glowing red eyes remained right

behind them. They heard the sound of teeth snapping and wings flapping. The snarls became louder. Every failed attack seemed to enrage the monster even more. The ponies were running faster, and faster—

—and then they were falling through space. Without warning the bottom of the tunnel disappeared, and there was nothing under their hooves but air. Trixie screamed and let go of the protective shield that surrounded them.

As the ponies fell through the darkness, Celestia lit up her horn and shot out a magical flaming orb. The miniature sun lit up the area and revealed that the group had reached a limestone cavern of some kind. The cave was so large that they could barely see the far walls. In the ceiling above them was the hole that the four ponies had just fallen through. Below them — coming up much too fast — was

the hard ground.

Celestia spread her wings wide and swooped out of the way, narrowly missing being impaled by a stalagmite. Rainbow Dash quickly darted away and zoomed back into the air. Trixie flapped her wings and managed to make a rough landing.

Twilight, though, was not so lucky. When she fell out of the tunnel she had tumbled upside down, and the pony was desperately trying to right herself. By the time she got reoriented, though, it was too late. Twilight plowed into the ground and let out a shriek of pain.

But the ponies had bigger problems. Above them a dark cloud streamed out of the hole and headed straight for Celestia. The princess quickly banked in the air and fired a bolt of light at it. The darkness scattered apart.

As Celestia flew around the room, looking for any further signs of danger, Trixie fired her own bolt of energy – not at the darkness, but at the cave walls. The energy splashed against the limestone walls and made them glow. A soft white light began spreading throughout the room.

“What did you just do?” Rainbow Dash asked.

“The walls have veins of glowstone ore,” Trixie explained. “Celestia's star isn't going to last forever, but the glowstone will burn for hours. I thought its light might help us on our journey.”

Celestia landed on the ground and quickly walked over to Twilight. She helped the purple alicorn stand up on her hooves. “Are you ok?”

“Just a little winded,” Twilight panted. “And in lots of pain. My side is killing me. Just

trying to breathe is rough.”

Celestia quickly looked her over. “It doesn't look like you have any broken bones. I think you'll be all right. Really, though, I'm surprised at you. I thought you were a better flyer than that. You may need to spend more time practicing. Perhaps Rainbow Dash could give you some pointers.”

“My flying is fine! I just didn't expect to fall through the floor. That kinda took me by surprise there. So is this the cavern you were talking about?”

Rainbow Dash spoke up. “Not to interrupt, but I think we've got more company!”

A rumbling sound filled the air, and the ground beneath their hooves began to shake. Seconds later a giant black monster with bright red eyes burst out of the hole in the ceiling. The winged creature dove straight for

Celestia.

The princess immediately jumped into the air and fired a bolt of energy at it. The energy splashed harmlessly over the monster – but not before briefly illuminating it.

“What is that thing?” Rainbow Dash asked, as she tried to chase it.

Trixie spoke up. “It looks like a stone sentinel of some kind.” The blue unicorn leaped into the air and tried to catch up with Rainbow Dash. “I’ve read about those things! This is so exciting. I didn’t realize there were any still around, though. No one has seen one for centuries, and most scholars think that they are extinct. Or they did think that, I guess, until right now. The book says they’re made out of a dark, crystallized rock.”

“Did you say rock? How could something made out of rock possibly fly?”

“Magic, I guess. It must be enchanted or

something. That's how everything flies – even you! Wings alone don't provide nearly enough lift to get off the ground.”

Twilight remained on the cavern floor. She looked up at the sentinel and watched it chase Celestia through the air. The creature's enormous spiky jaws kept snapping at the princess. “So how do we defeat it?” Twilight asked. “What are its weaknesses?”

“It's made of stone!” Trixie called out. “Stone doesn't really have a weakness. That's why it makes such a perfect guard – it's pretty much impossible to defeat! Dragon fire might be able to melt it, but I'm pretty sure we left Spike at home.”

The sentinel lunged at Celestia, barely missing biting off one of her legs. Celestia teleported to the other side of the cave and angrily fired a bolt of magic at it. The magic simply bounced off. The stone monster

turned around and began chasing Celestia again.

When Trixie saw that the princess was in danger, she jumped into the air and chased the sentinel herself. She tried to grab it with her telekinetic magic and hold it still, but the stone monster went right through her grasp.

Twilight stared up at the fight. "So it's immune to magic, apparently. Great. So what do we do now?"

"We knock it into next week," Rainbow Dash said confidently. The pegasus quickly flew toward it and landed on its back. The sentinel howled in rage and turned over in midair. Rainbow Dash hung on to it and beat it with her hooves, but since it was made of solid stone it didn't take any damage. When the sentinel realized that it couldn't shake Rainbow off, it reached up, grabbed Rainbow with one of its stone paws, and threw her

across the cave. Rainbow smacked into the cave wall and fell onto the floor.

The stone monster then turned its attention back to Celestia.

"I'm fine!" Rainbow called out, as she laid upside-down on the ground. She winced in pain. "All right. Make that mostly fine."

Twilight noticed the monster's odd behavior. "That sentinel really doesn't like Celestia for some reason. Trixie, can you get its attention?"

Trixie tried to dart in front of it, but the sentinel moved too fast. When Celestia saw what the unicorn was trying to do she flew straight up, then turned around and dove underneath the monster – narrowly missing crashing into the vicious beast. With Celestia out of the way, Trixie flew straight for the sentinel and fired a bolt of white magic directly at its face. The blast washed over the

sentinel and did no damage. Instead of attacking Trixie, though, the monster ignored her and turned around to chase Celestia again.

Twilight spoke up. "It's acting like it knows Celestia! She's the only one it cares about. Princess, have you ever been down here before?"

"Maybe a thousand years ago," Celestia shouted back. "I don't remember. It's been a really long time. Can't you do something?"

"I'm thinking. There's got to be something we can do! What am I missing?"

"I got it!" Rainbow Dash called out. "I'll just whip up a tornado. That will tear it to pieces!"

Trixie spoke up. "Inside this enclosed space? Are you out of your mind? We'll all be killed!"

"That's it!" Twilight exclaimed. "I think

she's on to something. If we can't magic the monster to pieces then maybe we can bury it. Rainbow Dash, do you think you could break apart the ceiling and cause a rockslide? If you time it just right you should be able to crush that thing under thousands of tons of rock."

"Seriously?" Rainbow said doubtfully. "Won't we be crushed too? I mean, the whole ceiling could come down on us! That seems like a really bad plan."

"I can't keep this speed up much longer," Celestia shouted. The sentinel was hungrily snapping at her tail. Despite her best efforts the monster kept gaining on her. She was about to collapse from pure exhaustion. "If you're going to do something then do it now!"

Rainbow Dash looked at the ceiling. "Fine, fine. But how am I supposed to crack the ceiling? All I've got to work with is air! I

can't break apart solid rocks with my hooves. Only Maud Pie can do that."

"I'll handle it," Twilight called out. She tried to leap into the air, but she immediately fell back down to the ground. She grimaced in pain. "I guess I'll do it from here, then. Celestia, head straight for that overhanging rock – the big one that looks like Pinkie!"

Celestia looked around. The sentinel was just a few feet behind her. "None of those rocks look anything like Pinkie! What are you talking about?"

"Just turn fifteen degrees and go straight for two hundred yards!"

Celestia made the course correction and blindly darted forward. Twilight's horn began to glow, but instead of firing she waited. The pony held steady until the last possible moment, and then fired a concentrated beam of energy directly at a large stalactite.

The ceiling cracked.

Celestia maintained her course.

The stone sentinel lunged for her.

Then, suddenly, the ceiling gave way. As tons of rock crashed down, Celestia teleported out of range. The sentinel howled in surprise as it was caught in an avalanche of hard stone. The monster tried to escape but was unable to do so. The sentinel screamed in pain – and was then no more. It had been completely obliterated by the weight of the falling ceiling. Its evil remains were buried under a large mound that came to rest on the cavern floor.

An enormous cloud of dust filled the air. Trixie cast a spell that settled the dust and purified the air. “Is everypony ok?” she called out.

“I’m still suffering over here,” Twilight said sourly. She was lying on the ground,

moaning in pain. A falling rock had grazed her and knocked her over.

Celestia landed beside her. "Are you all right?"

"I'll live, I guess – but I've had better days. Rainbow Dash, where are you?"

"Up here," Rainbow called out. The ponies looked up and saw that Rainbow Dash was inspecting the ceiling. "It looks like our passage out of here is still intact. We're not trapped down here forever. Just, you know, in case anypony was wondering."

"Well, *that's* a relief," Trixie replied. She landed beside Twilight and helped her stand up.

Celestia spoke up. "Twilight, that was brilliant thinking! Burying the sentinel in rock was a clever way of dealing with the problem, and your aim and timing was fantastic. It's nice to see you starting to think more

strategically. You have achieved another stunning victory.”

Twilight looked at Trixie and grinned. “Thanks, princess. I'm glad you approve of my methods. And you are welcome, by the way. Saving the lives of ponies is just part of who I am.”

Rainbow Dash landed beside the group. “All right. That was fun – while it lasted, anyway – but I think it's over now. Let's get this quest finished so we can leave this spooky place of darkness. Which way do we go now? Is it possible that the only path to the Shadow Vault was just buried under tons of immovable rock? Because if it was, I would consider that to be a super bonus. I still think we shouldn't be down here.”

Celestia looked around for a moment, then gestured to the left. “It's this way. Follow me.”

Chapter 4

CELESTIA LED THE GROUP across the cavern floor, which was now littered with dust and broken pieces of rock. At first no one could tell where she was leading them; there didn't seem to be anything important in that part of the cave. It wasn't until they had almost reached the far wall that they saw an opening hidden in the shadows, behind a large stalagmite. Celestia stepped through the opening without even glancing back. The other three ponies followed cautiously behind her. Twilight, still injured from falling out of the ceiling, limped along behind them.

The opening in the cave wall led to a short hallway that was lined with ancient blocks of stone. At one time the stones had

been carefully polished, but now they were cracked and dirty. The only light in the hall was provided by Celestia's magic. Judging by the amount of dust on the floor, it was obvious that no one had set hoof in that hall for a very long time.

At the end of the hallway was a stone arch that opened up into a circular room. This room was a great deal smaller than the cavern they had just entered. It also looked a great deal more ominous.

Celestia stepped into the room and looked around. She nodded with satisfaction, then turned around to face the group. "Here we are, at long last. The nightmare is almost over. This is the entrance to the Vault of Shadows."

Trixie, Rainbow Dash, and Twilight crowded into the room and took a careful look around. The walls, floor, and ceiling were

made of a dull white stone. The most striking feature in the room was a large five-pointed star that was embedded into the floor. The star was easily ten feet across and had plenty of space for a pony to stand in its center. At the tip of each of the star's five points was an ancient, cryptic symbol that none of them recognized. Each symbol was made out of a different colored crystal. The symbols came in five colors: purple, pink, yellow, blue, and white.

On the far wall, opposite to the entrance of the room, was an arch that was about thirty feet across and thirty feet high. The arch was made out of an ancient black metal. Underneath the arch was a dull purple substance.

Rainbow Dash pointed a hoof at the purple barrier. "What in Equestria is that supposed to be?"

Celestia walked across the room to the arch, then reached out and touched the strange purple material with her hoof. It rippled, but it did not break. "This is the barrier that separates our realm from the realm of the Shadow Keeper. In order to reach the Keeper and bring him back to life we must pierce this barrier."

Trixie spoke up. "And that's why you brought the stone dagger, right? Although it's really much too long to be called a dagger. But the point is, it has some kind of part to play here. We just need to figure out what to do with it."

Celestia nodded. She took out the stone weapon and laid it on the ground next to the star. The dagger was nearly three feet long. "The first thing we need to do is—"

Rainbow Dash interrupted her. "Hold on just a second. Let's back up a little bit. What

do you mean, bring the Keeper back to life?
Do you mean he's dead?"

"He gave up his mortal form nearly a thousand years ago. It is a long story, and this is not the time or place to tell it. There is simply too much at stake to allow ourselves to get distracted – especially when victory is so close. All that matters now is that we need to cross into the shadow realm he created in order to bring him back."

"And that realm is in the Shadow Vault?"
Trixie asked.

Celestia nodded. "Exactly. Now, everypony, please stand away from the star. I haven't tried to do this for a very long time, and I don't want anypony to get hurt."

The entire group took a step back.

Celestia looked down at the star and lit up her horn. She fired a dazzling beam of light at the symbol at the top of the star, nearest to

the portal. It lit up blue. Celestia then fired the same beam of light at the symbol to its immediate right. When it lit up red she fired again, and then a third time. When it finally registered blue she made her way to the third symbol.

Twilight looked at Trixie. "What is she doing?"

"I have no idea," Trixie replied.

"Silence!" Celestia hissed. "Let me concentrate. This is a very difficult artifact to unlock. It does not take kindly to mistakes."

"Oh," Rainbow Dash said. "Got it."

It took Celestia nearly twenty minutes to turn all of the crystals blue. Twice she made a mistake on the last symbol and had to restart the entire sequence. Finally, after a great deal of strain, the star came to life. The dark lines that made up the star's outline lit up into a brilliant blue color, and the dull purple

substance under the arch turned white.

Celestia stepped back, satisfied. "That's much better! I think we are ready now. There is only one more thing that we need to do, and then I can finally put everything back as it should be. I have waited such a long time for this moment. Trixie, will you step into the center of the star?"

"Certainly," Trixie replied.

The pony took a step toward the glowing star, and was about to take another one when Twilight reached out and grabbed her. "I *really* don't think that's a good idea," Twilight said urgently.

Trixie pushed her away. "Don't be silly! I'm sure this will be fine. There's no way Celestia would ever do anything that might hurt somepony."

Rainbow Dash frowned. "Are you sure? I mean, are you really sure?"

Celestia stamped her hoof impatiently. "Hurry up and get into the star! The lock won't stay open for long, and I don't know if I will have the strength to unlock it again. A thousand years of waiting is riding on this! Do you have any idea what is at stake here? You must act quickly!"

Trixie turned her head and looked back at Rainbow Dash. "Yes, I'm quite positive. Everything will be fine." Trixie stepped into the center of the star and looked at Celestia. "All right. So what happens now?"

In the blink of an eye, Celestia levitated the stone dagger and rammed it through Trixie's neck, impaling her. The blue pony instantly disappeared in a flash of light.

Twilight screamed.

Rainbow Dash screamed.

Celestia eagerly looked at the gate – but it remained unchanged. She galloped over

the star and leaped into it, but the white liquid pushed her back. "I don't understand. It should have worked! Why didn't it work?"

Rainbow Dash flew across the room and slammed into Celestia, knocking her off her hooves. "I can't believe it! You killed Trixie right there in front of us! You – *you monster!*"

Celestia tried to get back up, but Rainbow Dash slammed into her again. This time Celestia teleported out of the way. She quickly used her telekinetic magic to grab Twilight and Rainbow Dash and throw them out of the room. While the two ponies were struggling to get back onto their hooves, Celestia cast a protective barrier that sealed the archway and kept them from reentering the star chamber.

Rainbow Dash beat against the barrier, but she could not breach it. She started screaming hysterically. "Celestia! You will

answer for this! Do you hear me? I will make you pay for this if it's the last thing I do!"

Twilight stepped toward the translucent barrier and looked through it. She had a look of utter confusion on her face. "You seriously killed her? After everything that you said about her and after telling her that she wasn't in any danger? Why would you do that?"

Celestia stopped what she was doing and turned to face Twilight. "I keep trying to tell you, Twilight, that sometimes the lesser ponies must be sacrificed for the greater good. When are you going to learn that lesson? I needed to get into the Shadow Vault to right an ancient wrong, and the only way to do that was to sacrifice somepony. Therefore, a pony had to be sacrificed for the greater good. The only question was who it should be, and the obvious answer was Trixie. If Trixie was dead then you would once again

become the Element of Magic. Trixie was always a terrible choice for that position; the only reason I put her there in the first place was because you were dead and I wanted to kill her. Once Discord raised you back to life there was no longer any reason for Trixie to keep that position. It all made sense. Killing Trixie allowed me to enter the Vault and restore your title in a single action. It was the logical thing to do.”

“Are you out of your mind? It was an incredibly *stupid* thing to do! You have made a terrible strategic error.”

“Oh, Twilight, you have so much left to learn. Being a ruler means that sometimes you have to make hard decisions. Sometimes you have to make sacrifices. Trixie was a brave and noble pony, but there are greater things at stake here. For a thousand years the world has been all wrong, and I finally have a chance

to put it right. That chance had to be taken *at all costs*. Trixie's life was a small price to pay for restoring order to the entire world. It was nothing personal."

Rainbow Dash screamed at her. "Nothing personal, eh? Well, *here's* something personal: you are not getting out of here alive!" The blue pegasus darted out of the hallway and vanished back into the cavern.

Celestia ignored her. The princess turned her attention back to the white portal. "Well, let's try this," she said aloud. She energized her horn and fired an intense beam of dark green magic at the portal. When the white mass started to glow and crack, she intensified the beam of energy.

Twilight, meanwhile, did nothing. She didn't scream, she didn't collapse, and she didn't break down into tears. Oddly, she didn't even seem upset over what had just

happened. She just watched with a sort of detached interest.

The purple mass started to ripple, and then it began bubbling. After a few minutes of continued magic it turned into a frothing mass – but Celestia did not stop. With sweat pouring off of her she intensified the beam – and then the mass shattered. The portal vanished, revealing a stone tunnel that led to a small crypt. Five white statues lined the walls, and a large granite coffin was placed in the middle of the room.

“Finally,” Celestia gasped. “Almost there. Now I just need to talk to the Keeper and this thousand-year nightmare can be over. I can finally be at peace again.”

Celestia started to step forward when a familiar voice called out behind her. “Oh Celestia? Before you leave, there's something you should know.”

Celestia froze. The sound of that voice – that unique, grating voice – chilled her blood. She turned around and saw Trixie standing outside the barrier she had erected.

“No,” Celestia whispered. “You're lying! It can't be. Trixie was sacrificed – she is dead. You can't possibly be Trixie! This must be some kind of hoax.”

Trixie shook her head. “Nope! I'm afraid not. The pony that you just sacrificed was Twilight. I mean, seriously: couldn't you tell it was her by how much she trusted you? The real Trixie would never have stepped into that star. Her trust was kind of sickening, actually – but you bought it.

“You see, Celestia, the two of us switched places back when we were still in the courtyard, before we rejoined your little Vault party. I was convinced that you were up to no good, and Twilight was equally convinced that

you could be trusted. In order to test your intentions I turned into her and she turned into me. The pony who saved your life in the cavern back there was actually me, and the pony you just skewered with that dagger was your beloved student Twilight. The hated Trixie is still very much alive – and she intends on staying that way. You, however, are in a *lot* of trouble.”

“No! There is no way I just killed my beloved student. You're lying!”

“Oh, I doubt you killed her. If you had then she'd be lying on that star right now in a pool of her own blood. Since she disappeared I'm guessing you sent her into the shadow realm – whatever that is. But I *do* know that Rainbow Dash just went to fetch her private air force, which is going to see to it that you get the justice you so richly deserve. If you go with them willingly then they just might let

you live. If you put up a fight, though, then the tomb you're standing in will become your grave. But in either case you are *finished*. Your days of ruling Equestria are over. I knew you couldn't be trusted. I guess Twilight knows it now too."

Celestia angrily turned around and stormed into the tomb. "I don't have time to deal with the likes of you! Do whatever you want – I've got a job to do and a world to save, and I will not let anypony stop me. Get out of here!"

"If that's what you want! I'll just get out of your mane, then. When Rainbow Dash returns with the Wonderbolts I'll let you try to explain what happened to me. If you want, you can always tell them that you actually killed Twilight instead of me because you got the two of us confused. I'm sure *that* will go over well. You should never have tried to kill

me in front of so many witnesses.”

Trixie then teleported out of sight, leaving Celestia alone.

* * * * *

Rainbow Dash raced out of the underground tunnel as fast as she could fly. She then flew back up the stairs, out of the castle ruins, and into the air. Rainbow was filled with anger and betrayal. She knew that Celestia couldn't be trusted, but she had no idea that the princess would dare to hurt Trixie in front of her and Twilight. Trixie had been killed for a second time – but this time Rainbow Dash could do something about it. She couldn't bring Trixie back to life, but she could bring Trixie's killer to justice. And she was going to enjoy every minute of it.

The pegasus flew so fast across the sky

that she created a sonic rainboom. The color spectrum shattered and sent out a circular rainbow shockwave that spread across the sky. It created a beautiful sight that was visible for miles. Rainbow was the only pony alive who could achieve that feat, and it normally would have been a great source of pride for her. Today, though, she scarcely noticed. As the rainbow shockwave spread through the air she strained to fly even faster. She was determined to reach Cloudsdale as quickly as possible, before Celestia had time to escape. Anger and rage fueled her speed, and she flew faster than she had ever flown before.

By the time she arrived in the city a huge crowd of pegasi had already assembled. They had seen Rainbow's signature shockwave in the distance and knew what it meant, and the pegasi wasted no time forming their air force.

Rainbow didn't even bother to land; she just came to a stop in front of the crowd. The Wonderbolts were already armed and in the air. In fact, all of the pegasi had swords strapped to their sides. Rainbow had never seen them armed for war before. It was an unsettling sight. It also made her wish that she had a sword.

Spitfire flew over to where Rainbow was hovering. "We saw you leave the Everfree Forest like a bat out of Tartarus, and we knew something terrible had happened. What's going on?"

"It's Celestia," Rainbow Dash said, as she paused to catch her breath. "She killed Trixie! I saw it with my own eyes."

The crowd gasped. "Are you sure, Dash? That's a pretty serious accusation! Is it possible you just misunderstood what was going on?"

“What is there to misunderstand? Celestia took that great big stone sword of hers and impaled Trixie with it, right in her neck. Trixie died on the spot. You don't have to take my word for it – Twilight was there and saw it too! I'm telling you, Spitfire, Trixie is dead. Celestia even confessed – she said she planned the whole thing so she could make Twilight the Element of Magic again.”

The crowd burst into angry conversation. Dozens of voices called out, demanding that Celestia be arrested. The captain of the Wonderbolts silenced them. “Well, I guess that's it, then. It looks like Rainbow's fears about Celestia's intentions were entirely justified. The Wonderbolts were hoping that you were just being paranoid about all this, but it's clear that you were right all along. There's only one thing left to do: it's time to take Celestia down. Soarin, spread the word

to the pegasi in Canterlot and let them know what happened. We're going to need all the help we can get to restrain Celestia."

"Restrain nothing!" Rainbow Dash exclaimed. "She's far too dangerous for that. Celestia didn't bother to give Trixie a chance; I don't see why we should give one to her."

"She's got a good point," Lightning Dust commented. "If we try to go easy on her then she could put up a real fight. There's no telling how many ponies might wind up getting killed."

"And there's no telling how many ponies could die if we *don't* stop her," Spitfire replied. "If Celestia is willing to kill the Element of Magic in broad daylight, in front of witnesses, then she would kill anypony. She needs to be taken down."

Soarin spoke up. "When I'm in Canterlot I'll send word to her sister Luna. Perhaps she

can come and convince Celestia to surrender. They are sisters, after all."

"Good idea," Rainbow Dash commented. "Having Luna on our side could really help. We're going to need all the firepower we can get."

Spitfire nodded. "Where's Twilight? Can she help?"

"She's still with Celestia. When I left she was trying to get Celestia to surrender. I'm not sure how much help she's going to be, though. She was injured earlier in a rockslide and she hasn't been feeling well today. Trixie's had to help her out with what should have been some simple magic. I'm sure Twilight will do whatever she can, though. She and Trixie were very close."

"They certainly were. All right, Rainbow, take the lead. We'll secure the Castle of the Two Sisters and will wait there for

reinforcements to come from Canterlot. How long do you think we will have until Celestia tries to escape?”

“I don't know. I'm sure Twilight will stall her as long as she can. But there's just no telling. Celestia is dangerous – that's all I really know.”

“Then we will have to be on our guard. Rainbow Dash, lead the way!”

Chapter 5

TWILIGHT SPARKLE FOUND HERSELF

standing on the path that led to the Castle of the Two Sisters. To her great surprise, the castle was in beautiful condition. The castle's lofty towers were intact and in good repair, and bright banners flew proudly from flagpoles on the roof. The grounds were immaculately maintained and filled with a wide variety of colorful flowers. Behind her was the Everfree Forest, which was filled with tall, stately trees. Twilight could even hear birds chirping. A few clouds floated gently overhead, and a light breeze blew through her mane. The castle was a picture of serenity and grace.

Most oddly, Twilight felt fine. There was

no sword protruding out of her neck. She didn't even see any scars. It was like she had never been stabbed at all.

“Well, this is certainly weird,” Twilight said aloud. “Hello? Is anypony there?”

That's when Twilight noticed him. In the distance, in front of the castle, there was a tall brown unicorn. She couldn't make out his features, but Twilight had a vague feeling that he was friendly. Since there wasn't anypony else in sight, Twilight trotted down the path and headed toward him.

As Twilight drew near, the pony said nothing; he just stood there and looked at her. Twilight noticed that he had a troubled look on his face. He had a short black mane, and his cutie mark was an oddly-shaped yellow crystal.

“Um, hello there,” Twilight said. “Are you real?”

The pony smiled. "As real as you are, princess. I am the Shadow Keeper. Welcome to my realm."

Twilight looked around. "Do you mean *this* is the realm of shadows? Wow. I was expecting something, um, a little more creepy. You know – shadows, darkness, despair, maybe a few bones here and there. This looks like a happy place."

The Keeper laughed. "I am not the keeper of *those* kind of shadows! Think of me as the pony of memories. I keep track of things that used to exist but are now gone. This place stores the shadows of *the past*. It is a peaceful place, but it is also a place of sadness and loss. What you are seeing is what used to exist in the days before the – well, in the older days. Sadly, this world is now gone. Only these shadows remain."

Twilight looked around. "This is

beautiful! I had no idea that the Everfree Forest was ever a happy place. I've always thought that it was a place of evil and darkness."

The Keeper shook his head. "Not at all. When it was originally planted it was a garden of great peace and beauty. Unfortunately, Celestia destroyed it when she attempted to undo what the Five had done. It wasn't intentional, but her mistake could not be fixed. That is why I created this realm – so that the memory of what had once been would not be lost."

"I see. But, um, I'm a little confused. How did I get here? The last thing I remember is Celestia stabbing me with that sword of hers. The next thing I new I was here."

The Keeper sighed. "Yes, the stone dagger. Believe me, princess, it was never my intention for the dagger to be used in that

manner. I created it so that ponies might have easy access from Equestria into this realm I have created. All you have to do is light the five-pointed star and use the dagger to cut the plasma that is beneath the arch. The portal will then open and you can walk right through it.”

“Well, that makes sense. But why didn't the dagger kill me? Isn't that what daggers usually do?”

“The dagger is a magical item. It is not made of real matter at all. It appears to be made of stone, but that is just an illusion – a shadow, if you will. When Celestia struck you the dagger pushed you into my realm. I truly do not understand why she attacked you with it. When I created the dagger and gave it to Celestia I explained to her quite clearly how it worked. It is not a great mystery.”

“Really? You mean you *gave* it to her?

Well, that explains how she got it. I think Celestia might have forgotten how to use it, though. She seems to believe that the only way to reach the shadow realm is by, um, sacrificing a pony.”

“Sacrificing a pony?” the Keeper said in disbelief. “That is utterly ridiculous! What kind of demented mind would even think of such a thing? And what kind of pony would ever agree to those terms?”

“Celestia, apparently. I should have listened to Trixie – I really should have. She warned me that Celestia was out to get her. I just didn't think that Celestia was capable of doing anything like that. Boy, was I wrong.”

“I would not have believed it either. I knew Celestia long ago, and in her youth she was a very moral and upright filly. Apparently the long years have changed her and turned her dark. She seems to have forgotten many

things that she once knew. Speaking of changes, I am afraid that I do not know your name. I must admit that I am somewhat confused. Before you came here you were blue and your friend was purple. Now you are purple and your friend is blue. Is there some sort of magic at work?"

Twilight nodded. "My name is Twilight Sparkle. I was Celestia's student at one time; now I'm the Princess of Friendship. The blue pony that you saw was Trixie Lulamoon. She's the Element of Magic, which is one of the Elements of Harmony."

"I am familiar with what the Elements are – or, at least, with what they were long ago. But why did the two of you change forms?"

"It was Trixie's idea – she wanted to test Celestia. She was convinced that Celestia hated her and was going to kill her. I thought she was just dwelling too much on the fact

that Celestia had tried to get Trixie killed before, but I agreed to go along with the disguise in order to make her happy. So we switched appearances: I turned into her and she turned into me. Since I'm more powerful than Trixie, being an alicorn and all, we both thought that I could protect myself if Celestia tried anything."

The Keeper paused before replying. "There are several things about your story that trouble me. First, you say that your friend Trixie is not an alicorn. Yet I can see that she has both a horn and wings."

"Oh, right! I guess she does. The wings are fake, though. I created them for her out of magic so that she could find out what it felt like to fly. I was trying to improve her mood. She's been pretty depressed ever since Celestia tried to kill her. Well, 'tried' is probably the wrong word, since Trixie was

actually killed. I had to bring her back from the dead.”

“Back from the dead?” the Keeper echoed. “The future is truly a strange place. But tell me, your highness. If Celestia had already made an attempt on Trixie's life in the past – especially a *successful* attempt – then why did you doubt that she would try it again? Why did you not believe your friend and take her concerns seriously?”

“I just thought Celestia was better than that! I was wrong, apparently. Really, *really* wrong. If that dagger had been made out of real stone then I would be pretty dead right now.”

“But isn't Trixie still with Celestia? And Celestia now knows about your ruse, for Trixie has revealed herself and accused her. Would it not be wise to bring Trixie here, where she would be safely out of Celestia's

reach?”

Twilight nodded. “You know, that actually sounds like a really good idea. Can you do that by yourself, or do I need to go get her?”

The Keeper lit up his horn, and a moment later Trixie appeared. The blue unicorn looked around in a panic until she saw Twilight. “Where did you bring Trixie to?” Trixie asked.

The Keeper waved a hoof. “Welcome to the realm of shadows! Your friend Twilight thought that you would be safer here.”

Twilight ran over to Trixie and hugged her. “I am so sorry for not believing you! You were absolutely right. Celestia is dangerous and she is *definitely* out to get you.”

“Trixie told you,” Trixie replied. “Celestia can't be trusted. She's gone crazy! I think she's trying to raise the Keeper from the dead.”

The Keeper looked surprised. "But I'm not dead! I'm just in a different realm. Didn't Celestia tell you?"

Twilight shook her head. "That brings up another question. Can you explain what is going on?"

* * * * *

In the mighty city of Canterlot, a guard pony rushed into Luna's private quarters. The princess was standing out on her balcony, looking out to the horizon. The afternoon was far spent and the shadows were lengthening.

"Pardon me, princess," the guard said. "There is an urgent message from Cloudsdale."

"I know. I saw the rainboom over the Everfree Forest. That can only mean that my sister attacked Trixie, just as Rainbow feared."

“She did more than just attack her, your highness. Rainbow Dash reports that Celestia actually killed her. She impaled Trixie through the neck. Trixie is now dead.”

“I feared as much,” Luna replied sadly. Tears ran down her face. “The moment I saw that rainboom I knew that somepony had died. I should have stopped Celestia from going to see the Keeper. I knew that going to his crypt was not wise, but she assured me that Twilight would be there and that she had good intentions. She promised me that she meant no harm to Trixie. I was such a fool to believe her! Now Trixie is dead yet again.”

“The Keeper?” the guard asked. “Is this some new foe?”

“He is not significant right now. The important thing is to arrest my sister before she can harm anypony else. To think that things have come to this! I must arrest

Celestia. My sister once imprisoned me on the moon, and now I must imprison her. How did it come to this? What happened to you, Celestia? When did you lose sight of what mattered?"

"What are your orders, your highness?" the guard asked. "The pegasi from Cloudsdale are already on the way to the Castle of the Two Sisters, and the Wonderbolts are with them. They are armed and plan on attacking Celestia on sight, but if you are willing they would like you to go to her and negotiate her surrender. They think that if you talk to her you could save many lives."

"Then I must go see her immediately. It is only right that I should be the one to confront her, as she once confronted me. I will do whatever I must to protect the citizens of this realm. Tell the Canterlot pegasi to remain here and protect the city. If Celestia escapes

and tries to return to this castle then they are to arrest her. I will go to the Everfree Forest and talk to my sister. Perhaps I can reason with her.”

“I pray your efforts will be met with success,” the guard replied.

“As do I,” Luna said. “But I do not believe this day will have a happy ending. Things will never be the way they once were. Not after this.”

* * * * *

Celestia searched the tomb frantically, looking for anything that could help her reach the Keeper. There were five marble statutes in the room, each of them depicting one of the Five. In the center of the room was a large granite tomb. The tomb had writing on it, but the writing wasn't important.

On a normal day Celestia would have been drawn to the statue that represented her father, the leader of the Five. He had been gone for so long that she had forgotten what he even looked like. Celestia thought that she had destroyed every likeness of him in the world, but apparently she had missed one. But today the princess was frantic. She knew that pegasi were coming to arrest her, and before they arrived she had to leave Equestria and enter the shadow realm. Otherwise they might interrupt her plan and all would be lost. The world had to be set right – it just *had* to be. No matter what the cost. She had come too far to be stopped now.

“Where are you?” Celestia shouted. She wanted to cast a spell, but she had no idea what spell might help. “Keeper, come out! I need to talk with you. It's time to reforge the shattered shards and put everything to right

again. But I cannot do it without you! Where are you hiding?”

* * * * *

“It all started a very long time ago,” the Keeper explained. The three ponies had left the ancient Everfree Forest and were now standing in an enormous cave that was hidden deep beneath Canterlot. In the middle of the air, hanging in empty space, was an enormous yellow crystal. It was one of the most impressive things that Twilight had ever seen. To her it looked more like a city than a crystal. She saw shapes within shapes, all interlocking and all connected to each other. The crystal refracted light in odd ways, channeling it to ever-changing sections within itself. It never moved, and yet it was constantly in motion. It almost looked alive.

To Trixie it was just a boring yellow rock.

“It's beautiful,” Twilight enthused. “It's so highly organized! It's like watching a tightly choreographed ballet. You can feel the magic pulsing through it. I had no idea that such a thing had ever existed.”

The Keeper nodded. “This is just my memory of it, of course, so it doesn't really do it justice. I realize that the crystal appears to be a magical artifact, but it's not magical at all – it's actually something much older and infinitely more rare. I don't know who created it but I do know what it did. In fact, I actually earned my cutie mark by working with the Order Crystal! The crystal was one of the foundational pieces of the universe. It provided order and regularity to this world.”

“Ok,” Trixie said. “I'm with you so far. The yellow rock provided order, which is really important to ponies like Twilight. But why did

Celestia's father destroy it?"

"Oh, it wasn't just her father! I realize that Ember is the one Celestia is obsessed with, and it's true that he was their leader, but he wasn't in this plot alone. The group was called the Five because it consisted of five alicorns. The Five came up with a plan to take over the world and make ponies the dominant race. In order to do that they needed to change the world so that its operation depended on ponykind. Back when this crystal was functioning, Nature ran on its own course. Ember knew that if the crystal was destroyed then Nature would cease to operate, and the world would depend on pony magic. You might say that breaking the crystal would break reality itself. Once it was shattered the sun would no longer rise and set, the weather patterns would stop, and all sorts of things would fail. Ponies would have

to step in and run things, and that would give them power over all other life forms.”

Trixie looked confused. “That was their plan? But that doesn't make any sense! The world has always been the way it is now. It's foolish to think that the sun once rose itself! How would that even work?”

The Keeper smiled. “Ah, the hubris of youth. Believe it or not, I am old enough to remember a time when the sun did exactly that. Stop and think for a minute, young one. If Nature always required the power of ponies to operate then how did Nature operate before there were ponies? There weren't always ponies in the world, you know! If Nature did not once run itself, then in the days before ponies the sun would have stopped in the sky and cooked the entire world, and all life would have died. There *must* have been a time when Nature worked

without ponies. Otherwise there would never have been ponies at all.”

“That's amazing,” Twilight said.

“That is very strange,” Trixie replied. “Ok, so the Five shattered the Order Crystal, and Nature broke, and the ponies took over and used their magic to run things. Riots broke out and the Five were killed, and ponies have ruled the world ever since. I get it. But what is Celestia trying to accomplish?”

“She must want to reforge the shards,” Twilight said thoughtfully. “She thinks that the Keeper can somehow repair it. That's why she is trying to reach him.”

“Is that possible?” Trixie asked. “Can the shards be glued back together or something?”

The Keeper shook his head. “It cannot be done. Celestia must have known that fact at one time, for she has never come to see me

in all the years I've been here. The fact that she is making her appearance now must mean that she has forgotten something she once knew."

Twilight spoke up. "So just how impossible is it? Are we talking just kind of impossible, or totally-not-a-chance impossible?"

"There are several problems. First of all, the Order Crystal is made out of a unique material that cannot be found anywhere else in Nature. In order to reforge it the shards would have to be melted – but the shards are very resistant to heat and have a high melting point. The energy required to do that would be extraordinary. The only way to get that much energy would be to extract it from the sun, which would cause it to become unstable."

"Destroying the sun sounds pretty bad,"

Trixie commented.

“Indeed. Celestia and I discussed that very possibility a thousand years ago and agreed it was not a wise course of action. But there is a second problem that is even more serious. Even if you were somehow able to find enough energy to melt the shards, you would have to know how to reforge the crystal. As you can see, it is not a simple rock; it is an extremely intricate mechanism. No pony knows how to recreate it. It is completely impossible.”

Twilight spoke up. “But suppose you could find the energy, and suppose you could reforge it. Would it work? Would things go back to the way they once were?”

“They would – but at a very high cost. If the Order Crystal was ever reforged it would reset the entire world.”

“Is that bad?” Trixie asked.

“It would kill everything and everyone! Didn't you hear me? It would *reset the world*. In other words it would start the world over again. No ponies would survive the reset. Now, I admit it would be nice to see the sun raise itself once more, but the price is simply too high. The crystal has been broken and it cannot be remade.”

Trixie spoke up. “Trixie does not like the sound of that. In her opinion Celestia is trying to fix something that isn't even a problem. Who cares if ponies rule the world? Isn't that just natural?”

“Apparently not,” Twilight replied. “Celestia must be haunted by the memory of what her father Ember did. She wants to make things right.”

“By killing everypony? That seems kind of harsh! Is *anything* worth that?”

The Keeper shook his head. “I fear that

the princess may no longer be reasonable. Celestia has been tormented by the past for so long that I fear she cannot see the present. She has set some dire events in motion.”

“What do you mean?” Twilight asked.

“I am the Keeper of Shadows. This means that I store the memories of things that once were – but like Luna, I can also see the shadows of events that have not yet occurred. Celestia is on the verge of unraveling the fabric of Equestria itself. There is already an army of pegasi on the way to arrest her. Her sister Luna is also coming from Canterlot to speak with her and try to negotiate her surrender.”

“Her surrender?” Twilight asked.

“Equestria is on the verge of revolt. What happens in the next hour could tear it apart. Celestia is quite strong and could do tremendous damage if she wished. If she

chooses to wage war against the rest of ponykind then a great many lives could be lost. It is a dire thing to fight a pony who can control the sun. We need to take immediate action if we want to maintain the peace and keep the nation from unraveling. In fact, it already may be too late.”

Twilight turned to Trixie. “What do you suggest?”

“You're asking *me*? You're the Princess of Friendship! You've known Celestia for years. Why do you think that I would know what to do?”

“Because you're good at strategy! You're somehow able to find simple ways to solve problems. If it was up to me I'd probably go out there and try to turn Celestia into stone using the power of friendship. That's usually how things turn out when I'm in charge. I'm looking to you to find a different solution. I

don't think my normal brute force approach is going to work on the Princess of the Sun."

Trixie thought for a moment, then turned to the Keeper. "Can you bring Celestia here?"

"I can," the Keeper replied.

"Well, there is one thing we could try. See what you think of this."

Chapter 6

CELESTIA STARED AT THE COFFIN and stamped her hoof in frustration. “Where are you, Keeper? Show yourself! I demand to speak with you *immediately*.”

“Coming,” a deep voice bellowed. “Just hold on. I will be right there.”

Celestia was startled. She looked around the room but didn't see anyone. Then she noticed that the coffin in front of her was starting to shake. As the shaking intensified, a brilliant white light shone out of the cracks in the coffin lid, momentarily blinding and disorienting her. A few seconds later the light went out and Celestia could see again.

Without warning an unseen hand violently shoved the coffin lid aside. The lid

loudly clattered onto the floor and broke into three pieces. Celestia screamed when a bony leg jumped out of the coffin. It was quickly followed by a stream of disconnected bones, all of which flowed out of the coffin and onto the ground. Once they were all on the floor they magically assembled themselves together into the skeleton of a unicorn. The skeleton looked at Celestia and waved a hoof. "Hello there! Sorry it took me so long to respond. It's been one of those days."

"Are you the Keeper?" Celestia asked. She was more than a little bit frightened. "You don't look well."

The bones shrugged. "Fine, fine. Give me a minute. Let me see if I can conjure up something that you might like a little better."

The skeletal pony's horn lit up. A moment later the pony changed form and turned into a brown stallion with a yellow crystal for a

cutie mark. "How is this?"

"It *is* you!" Celestia whispered. "Oh, friend, it has been so long. I was beginning to fear I had waited too long to return."

"It's good to see you again as well," the Keeper replied. "So what brings you here?"

"I want to reforge the broken shards and undo the damage that my father did to this world. I want to set things right – not by forcing a magical solution, like we attempted last time, but by reforging the shards themselves. I think I solved the energy problem. If I can channel the energy from the sun, we could use its focused rays to melt the shards and turn them into a liquid. Then we could use your records to reforge them and recreate it."

"It's a clever idea, your highness. The sun should certainly possess enough energy to liquidate the broken fragments. Now, do you

realize what will happen once the crystal is reformed?"

"Yes, I do!" Celestia said eagerly. "The world will be remade and all will be new again. Everything will go back to the way it once was."

"And all life that is in this world will die. The sky will be set on fire, the forests will burn, and the cities will be destroyed. All life – including pony life – will perish in flames. Only after the world is purged of all life will the crystal make the world new again. Are you willing to accept that?"

"Of course! The fires must come first to purge the old and make way for the new. We always knew there was no way around that. But the crystal will bring life back and create a new pony race. When the ponies return I can rule over them and make sure that they never again threaten the crystal. It won't be

like it was with my father.”

“So you intend to survive the reset,” the Keeper said thoughtfully. “I suppose you and I could stay in the shadow realm while the fires rage. That should give us a hiding place. Is there anypony else whose life you would like to save?”

“My sister Luna should be there. She remembers the old world and she mourns its loss. I should go get her before we begin. I had originally planned on bringing Twilight into the new world as its Element of Magic, but I now believe that would be a mistake. She doesn't trust me, and I can't have that. We need to start fresh.”

“Is Luna truly the only one you wish to spare from the purging fires? Are there no other ponies among your subjects that you wish to save?”

Celestia shook her head. “Look at what

the pony race has done to this world! This entire modern generation is used to ruling over Nature. They cannot even imagine a different way of life. The last thing we need is to carry that same attitude over into the new world. That is exactly the sort of thinking that led to the crystal's destruction. It's time for a change."

"If you say so. I am just the Keeper, so I will not presume to tell you what is best. Speaking of your sister, I believe she has almost reached the Cavern of Shadows. If you step outside this tomb then you can tell her your plan. Once she has joined you we can begin. Let me know when you are ready."

"She's already here?" Celestia asked, surprised. But the Keeper had already vanished and the princess was alone.

Celestia quickly walked out of the tomb and through the shattered magical archway.

She hurried across the glowing blue star and out into the cavern. The cave floor was still littered with stone and broken debris.

As Celestia looked up at the hole in the ceiling, Rainbow Dash flew out of the passage and into the cavern. “There she is!” the pegasi shouted angrily. Right behind her were six Wonderbolts and Princess Luna.

Rainbow Dash flew past Celestia and headed straight for the star chamber. The Wonderbolts followed right behind her. “See?” Rainbow shouted. “Trixie's body is right here! I told you Celestia killed her!”

Celestia was puzzled. *What body? Trixie is alive. There is no body!* The princess turned around and walked back into the star chamber – and what she saw made her scream. There, lying in the middle of the star, was Trixie. She was unquestionably dead. The stone dagger was impaled into her neck, and

there was a large pool of blood underneath her head. A trail of bloody hoofprints led out of the cave and into the cavern. Celestia glanced down at her hooves and saw that they were stained red.

“But that doesn't make sense!” Celestia exclaimed. “That body wasn't there a minute ago!”

Rainbow Dash looked at the Wonderbolts and pointed at Trixie's corpse. “See? I told you! I told you she killed Trixie. What more proof could you possibly want?”

The Wonderbolts glanced at each other, and back at Celestia. The pegasi then spread out and formed a perimeter around the princess. Luna, however, did not move. She gazed at Trixie's body with great sorrow. “I did not wish to believe it. I had sincerely hoped that Rainbow Dash was mistaken. But there is the body, and her blood is all over my sister's

hooves. The evidence speaks for itself.”

Celestia waved a bloody hoof in the air. “Look, this doesn't matter. They're all going to die anyway. This isn't important.”

Rainbow Dash glared at her. “And what is *that* supposed to mean?”

“It means I found a way to reforge the shards! Luna, listen to me. I have spoken to the Keeper and he said my plan will work. We can undo what our father did! We can put things back the way they are supposed to be. Isn't that wonderful?”

“Wonderful? Is *that* what you call this? I fail to see anything 'wonderful' about what you have done here! You have killed one of Equestria's finest heroes, and you are stained with her blood – and yet you see nothing horrifying about this at all!”

“Of course I don't! Trixie was just a unicorn, sister. She wasn't an immortal

alicorn, and she wasn't even royalty. These common ponies are like ants – they come and go in just a few short years, and their lives don't really amount to anything. No one mourns when an ant gets stepped on. Don't you see? When the Keeper reforges the shards it will reset the entire world. The only way to fix the world is to destroy it first. Trixie's death doesn't matter because every living thing in this world is about to be wiped out. Trixie just happened to die first.”

The ponies all gasped. Luna stepped back, overcome with horror. “You are planning on destroying the *entire world*?”

“In order to save it, yes. It's the way it has to be. But don't worry – the Keeper said that you and I can stay in the shadow realm while the world is reset. That will allow us to survive the purge. Then we can rule over the new world that will be created.”

Luna walked up to Celestia and slapped her. “You evil monster! You are the most abominable pony I have ever known. I am *not* going to allow you to destroy all of Equestria. This foolish plan ends *now*.”

Celestia did not respond. She simply shook her head and teleported out of sight.

* * * * *

“So your sister did not wish to go along with your plan,” the Keeper commented. “A pity. Well, do you still want to go through with it?”

“Of course! I have waited a thousand years for this moment. Today is the day that the nightmares will end. It is time.”

The Keeper said nothing. The look on his face was impossible to read. He simply energized his horn and transported himself

and Celestia to the top of a tall grassy hill. The afternoon sun hung low on the horizon.

“The shards are in a cave below us,” the Keeper said. “All you need to do is pull the energy from the sun and send it to me, and I will handle the rest. The sun will be destroyed, of course, but it will be remade when the Order Crystal reforms the world. Proceed when ready.”

Celestia looked up at the sun, and then out over Equestria. She could see the city of Canterlot off to her right. In the distance she could just barely glimpse the top of Twilight's castle in Ponyville. Not far from the castle was the Everfree Forest, and beyond the forest – out of sight – was the sea.

All of these things were about to be destroyed. The forests would burn, the cities would turn to ash, and the very stones would melt. It would be the most nightmarish threat

Equestria had ever faced.

It's for the greater good, Celestia thought. But that thought didn't reassure her. She tried to focus on the pain of her nightmares – of seeing the crystal the Five had broken – but she couldn't. All she could think about was the new nightmare that she was about to create.

The princess glanced down at the ground and saw that her hooves were still stained with Trixie's blood. The sight of that blood triggered a memory. It was vague at first, and then it came flooding back to her. She remembered the day Trixie had defeated the Necromancer. When Trixie unmade his crown, the explosion blew her into the air and broke her body apart. Rainbow Dash caught her before she hit the ground, but it was too late – she was already dead. On that terrible day it had broken Celestia's heart to watch

Trixie die. She had cried when Rainbow Dash brought Trixie's corpse to her and begged Celestia to heal her. Back then Celestia would have done anything to bring her back to life – and now Celestia was the one who had callously killed her.

But that was nothing compared to what Celestia was about to do. She was on the verge of destroying the sun itself. In fact, she was going to destroy *everything*. Every last pony in the world was about to be killed. All the families, the fillies, the young ones – they were all going to die.

Because of Celestia.

They're just ants, she tried to tell herself. Their lives don't really matter. After the world is fixed there will be a new race of ponies, and this will all be forgotten. It will be like it never happened at all. What I am about to do is deeply heroic.

But she knew she was lying. Trixie was a hero; she had given everything she had to save the lives of others. Trixie had tried to stop monsters who endangered the innocent. Monsters like the Necromancer – and Celestia.

The princess began to tremble. She stared at her bloodstained hooves, and then looked back out over her country. “The price is too high,” she whispered.

“What's that?” the Keeper asked.

“The price is too high. I can't do this. It would be better to never reverse the curse at all than to destroy the whole world in order to fix it. This is madness! Oh, what have I done?”

“So you're not going to go through with it, then,” the Keeper replied calmly.

Celestia shook her head. “I should never have even attempted to do this. Everything

that I have done today has been wrong. Take me back to the Shadow Cavern. I will surrender to my sister Luna. It's time for me to face justice for what I have done. Trixie never should have trusted me."

"Oh, don't worry," the Keeper said. "She didn't."

The world around them vanished, and Celestia and the Keeper appeared back in the Cavern of Shadows. There the princess saw Trixie and Twilight waiting on them, completely unharmed.

"What?" Celestia exclaimed in shock. She glanced down at her hooves and saw that the blood was gone.

Trixie spoke up. "The shadow realm is pretty disorienting, isn't it? It took me a while to get used to it. All the things you just experienced were images that the Keeper constructed for you. You didn't actually kill

anypony and you didn't talk to your sister Luna. The stone dagger didn't hurt Twilight – except for emotionally, I guess – it just moved her into the shadow realm. Twilight is fine, and I'm not dead, and you didn't almost destroy Equestria. None of that was real.”

“It was all Trixie's idea,” Twilight added. “She thought it would help you understand what you were doing.”

Celestia looked at Trixie. Tears welled up in her eyes. “I am so sorry. I know that doesn't mean anything, and I know I have said that before. But I truly am sorry. You are a much greater pony than I am, and it is time I recognized that.”

Trixie looked at Celestia suspiciously. “What exactly did you have in mind?”

Celestia looked at the Keeper. “Is my sister Luna really on her way here?”

The Keeper nodded. “She will be here in

a few moments. The castle grounds have already been seized by the Cloudsdale pegasi, and Rainbow Dash is just waiting for Luna to arrive. Once your sister is here they will storm down here and arrest you for Trixie's murder."

"And I will surrender to her. I may not have actually killed Trixie, but I did try to kill her and I did intend to kill her. The fact that I failed is only a lucky accident. If I had gotten my way then Trixie would be dead right now. I am guilty and deserve whatever fate Luna decides."

Celestia turned back to Trixie. Her horn lit up. "Trixie, there is one thing I wish to give you before I am carried away. I believe it's time."

Trixie stepped back away from her. "Trixie does not like where this is going. If you try to attack her she will defend herself. Trixie may not be powerful but she does have

friends.”

Celestia's horn shone brighter. Magic streamed out of her horn and formed a ball of energy that hung low in the air. For several moments Celestia poured magic into it. When it was complete she carefully lowered the magical construct into Trixie.

When the magic touched Trixie's horn the unicorn gasped. The entire sphere of energy instantly flowed inside her and filled her. Trixie's mane became magical and was filled with tiny sparks of energetic light. Her blood flowed through her wings – wings that she could feel. Trixie looked at herself in shock. “My wings – they're real! Celestia, what did you do?”

That's when Trixie noticed that Celestia's cutie mark was gone. The light from Celestia's horn went out, and Celestia sank to the floor and lost consciousness.

The Keeper spoke up. "The princess gave you her magic – all of it. You're an alicorn now. Like it or not, you have become the new Princess of the Sun. I suspect you will have to start raising the sun in the morning, for Celestia no longer has any magical power left at all. Her days of ruling Equestria have come to an end."

At that moment Rainbow Dash swooped down out of the ceiling. Princess Luna followed close behind her, and the Wonderbolts were right behind Luna.

Rainbow Dash circled around the room and landed beside Trixie. The pegasus had a confused look on her face. She glanced at Trixie, and then at Celestia. "So, um, does anypony want to tell me what's going on here?"

Trixie spoke up. "Trixie persuaded Celestia to surrender. Your army is nice, but

Trixie didn't need it."

"But you were dead!" Rainbow Dash exclaimed.

Trixie shrugged. "So what? Do you really think the great and powerful Trixie would let a little thing like that stop her? Have you not heard, Rainbow? I have tricks up my sleeve."

Rainbow smiled. "You certainly do. It's good to see you back from the dead yet again. Just, y'know, try not to keep dying, all right? It's not good for my heart. I'm sensitive, you know."

Luna spoke up. "I would still like to know what is going on. What happened to my sister?"

"I believe I can explain," the Keeper replied. "Please, take a seat and I will tell you everything."

Chapter 7

IT TOOK THE KEEPER some time to explain to everypony what had happened. When his story finally came to an end, Luna looked down at her fallen sister with a look of great sadness. “I am sorry that things turned out this way. I had truly hoped that my sister had learned her lesson after the incident with the Necromancer and had become a wiser pony. I now realize that Celestia is much worse off than I ever imagined. Her mind has become unbalanced.”

“What are you going to do?” Trixie asked.

“I will take her back to Canterlot. There I can see that she gets the help she needs. My sister went to the very edge of destruction,

but she did pull back at the end. Perhaps there is still hope for her. It may be possible to overcome the darkness that has taken over her heart. I know you have never seen it, but there truly was a time when Celestia cared about the lives of her subjects. I long to see her become the loving pony that I once knew.”

Trixie sighed. “So you want me to give her magic back, don't you? I knew this was too good to be true.”

“Absolutely not,” Luna said firmly. “Celestia nearly destroyed the sun itself! The very last thing I want right now is for Celestia to have control of magic – especially alicorn magic. Anypony who seriously considered destroying the entire world should *not* have control over the sun. No, Trixie, I want you to keep her magic. It is yours now.”

Twilight spoke up. “But what about

Celestia? She can't even stand up anymore! She's going to need at least *some* magic."

"I'll handle that," Luna replied. "Do not worry about it. I am not helpless, Twilight. I know how to take care of my sister."

Trixie looked at Luna nervously. "But I don't know how to raise the sun or control alicorn magic. I have a lot to learn."

"And Twilight and I will help you learn it. For the time being I will raise the sun and the moon, but once you have been trained I will turn Celestia's job over to you. We will help you, Trixie. You are not on your own. The throne will be there when you feel you are ready for it."

"The throne?" Trixie asked.

Luna nodded. "Celestia will never be able to rule over Equestria again. Cadence and I will handle affairs for as long as we can, but you and Twilight must prepare yourself for

rule. When you are ready, the throne will be waiting for you. Then the great and powerful Trixie will be in charge.”

“Along with me,” Twilight added.

Rainbow Dash interrupted. “All right, all right, enough of that. You can discuss all that princess stuff later. We've got bigger things to worry about here! I know that Celestia is your sister and all, but I think you're letting Celestia off *way* too easy. You do realize that she nearly killed *everypony*, right? Then there's the fact that she tried to impale Trixie. Are you really just going to take her back to Canterlot and let her get *therapy*? What kind of punishment is that?”

Twilight pointed at Celestia, who was still unconscious. “Do you see what kind of shape she's in? Look at her! Celestia's power is gone and she will never rule over anypony ever again. She just lost everything. Her reputation

is gone and she can't even walk. What else is there to take from her?"

Rainbow Dash shook her head. "I just think she's getting off really light. She tried to kill Trixie! Twilight, she stabbed you. With an actual weapon. There's got to be *some* sort of penalty for that beyond 'talk about your feelings with a licensed head shrink'. If this was anypony other than Celestia would we be letting *them* get off this easy?"

Twilight started to respond, but Luna cut her off. "The rainbow pony has a valid point. Celestia has indeed committed serious crimes. Perhaps we are being too easy on her."

Luna glanced at the nearest Wonderbolt, then levitated the sword out of his holster and dropped it on the floor in front of Rainbow Dash. "Celestia's life is in your hooves, Rainbow. If you wish to take it then

pick up the sword and do so. No pony here will try to stop you.”

Rainbow looked down at the sword, astonished. She then looked at Celestia, and then back at Luna. “You're kidding. You're not serious.”

“I am very serious. The choice is up to you. Celestia will live or die by your hooves.”

Rainbow hesitated. She stared at the sharp sword in front of her, and then looked at the unconscious body of Celestia. Finally she sighed and kicked the sword away. “Fine, fine. I get it. Take her back to Canterlot. Have it your way.”

Luna then turned to Twilight. “Twilight, you are the one that she stabbed. Do you wish to take up the sword?”

“Absolutely not,” Twilight exclaimed, horrified.

Luna finally turned to Trixie. “That only

leaves one other pony. Trixie, you are the one that my sister tried to kill – and she has attempted to take your life more than once. Celestia may have stabbed Twilight, but it was you she was trying to murder. If Celestia is taken to Canterlot and recovers, she will probably still never stop hating you and she may try to kill you again. As long as my sister is alive your life is in danger. Do you wish to end this?”

“I'm not going to kill her,” Trixie said flatly. “I'm not that kind of pony. I learned my lesson with the griffons. I'm not going to kill anypony else if I can help it. I have enough blood on my hooves already.”

The Keeper spoke up. “Think about this carefully, Trixie. Celestia is dangerous and she means you harm. If you were unconscious and Celestia had that sword she would undoubtedly kill you. You saw her try to do

that very thing less than an hour ago! She is your enemy and she always will be. Are you sure you want to simply let her go?"

"Trixie does not trust Celestia – not at all. But she is not going to kill her either."

Luna spoke up. "Very well. Then so be it. When Celestia awakes I will let her know what you did."

"She won't care," Trixie replied. "You're talking about a pony who gave me a tearful eulogy just a few weeks ago, and today tried to stab me to death."

"Perhaps you are right – but perhaps not. Time will tell."

* * * * *

After Luna and the Wonderbolts carried Celestia away, Twilight and Trixie returned to the grounds of the Castle of the Two Sisters.

“Are you sure you don't need me to hang around?” Rainbow Dash asked. “I mean, you two have had a pretty terrible day.”

“We'll be fine,” Twilight replied. “Besides, we're not going to stay here long. We'll be back home in a few minutes.”

“All right, then. See you tomorrow!” Rainbow Dash soared off into the sky and disappeared, leaving a rainbow trail behind her.

As soon as she was gone Twilight turned to Trixie. “Can you believe that Luna actually gave that sword to Rainbow Dash? When she did that I nearly fell over! What was she thinking?”

“Luna can see into the future,” Trixie pointed out. “She knew that nopony was going to take that sword and use it. The only reason she offered it was to shut Rainbow up – and it worked. It was a clever move. It

forced Rainbow to think.”

“It was still a creepy thing to do. Anyway. So, um, today didn't exactly turn out the way I had planned. I was hoping to relax you and make you happy.”

“Then you shouldn't have invited Celestia! I know, I know, you didn't invite her. But still. She sort of ruined the day.”

“But she *did* give you wings. And you're basically in charge of the sun now. And you have superpowers, and you can take over the whole country whenever you want. So it hasn't been a total loss.”

“That's true,” Trixie said thoughtfully. She smiled. “It's a glorious thought, isn't it? Trixie likes the idea of ruling over the country.”

Twilight grinned. “I'm sure Trixie does. But a few hours ago you were stressing over the responsibility of being the Element of Magic. Do you know how much more

responsibility comes from being in charge of the whole country?”

“Really, Twilight? *That* is what you are thinking about right now? You're a bright cloud of joy on every occasion, aren't you? Twilight is always there to rain on my parade. It's a wonder you don't get invited to more parties.”

“Sorry. I just get stressed about these things.”

Trixie spread her hooves wide. “Look on the bright side! When we take over the country we'll get to live in a big castle, and everypony will have to do whatever we tell them, and we will be royalty. It will be—”

“—exactly like our life now. We *already* live in a big castle, and we're already royalty, and since you're the Element of Magic ponies already have to do whatever you tell them. If they don't listen to you then you can use your

friends to turn them into stone. The only difference is that as the ruler of Equestria you'll have to attend a lot of boring meetings and do tedious diplomatic stuff. Instead of hanging out with the Keeper you'll be trying to persuade the yak nation not to go bomb somebody."

"It will be easy," Trixie replied airily. "As long as you and I stick together and work as a team, I think we can handle pretty much anything. Even assassination attempts, apparently. We've got this, Twilight. You just wait and see."

"You think so? Do you really think we'll be good rulers?"

"I haven't the slightest doubt! After all, I have friends, and I know they will be there to help me."

"I thought you didn't trust them. What changed?"

“They were there for me today when I needed them,” Trixie explained. “Rainbow Dash may have a big mouth, but she was willing to fight Celestia herself to save me. In fact, the whole country lined up to defend me. They have proven that they are ready for Trixie to be their queen.”

“Hey – I'm going to be ruling too! It's going to take both of us. Equestria is a big country, you know. There's no telling what sort of trouble we're going to face.”

“Trixie is not worried. After all, we will face it together. Right?”

“Right,” Twilight agreed.